## Edgar Filing: CITIGROUP INC - Form 4

CITIGROU Form 4	P INC												
October 03,	2013												
FORM	Λ4			DIFIE						OMB AF	PROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287			
if no lor	nger				NT	DENIERI	CIA			Expires:	January 31, 2005		
subject to STATEMENT OF CHA Section 16. Form 4 or				NGES IN BENEFICIAL OWNI SECURITIES					EKSHIP OF	Estimated a burden hour response	verage		
Form 5 obligation may cor <i>See</i> Inst 1(b).	ntinue. Section 1	7(a) of the	Public U	Jtility Ho	ol		ipany	Act of 1	Act of 1934, 1935 or Section	·			
(Print or Type	Responses)												
ONEILL MICHAEL E Symbol			such i taine and i tener of i taaing					5. Relationship of Reporting Person(s) to Issuer					
									(Check all applicable)				
(Lust)	(1130)	(Wildule)		of Earliest Transaction /Day/Year)					_X_Director10% Owner				
LAW DEP	JP INC. CORPO T., 601 LEXINO 19TH FLOOR		10/01/2	-				Ī	Officer (give t pelow)	itle Othe below)	er (specify		
				onth/Day/Year)				-	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(State)	(Zip)	<b></b>						Person				
		-			1-L			_	ired, Disposed of,		-		
1.Title of Security (Instr. 3)	(Month/Day/Year) Execution Date, if			3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
~				Code V	V	Amount	(D)	Price	(Instr. 3 and 4)		~		
Common Stock	10/01/2013			А		2,491.4 (1)	А	\$ 50.171	34,127.9 <u>(2)</u>	Ι	See Footnote		
Common Stock	10/01/2013			А		6.3 <u>(3)</u>	А	\$ 50.171	34,134.2 <u>(2)</u>	Ι	See Footnote		
Common Stock	10/01/2013			А		0.9806 (3)	А	\$ 50.171	4,921.2	D			
Common Stock									28,200	Ι	By Trust		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Comming	3. Transaction Date		4. Transis	5.	6. Date Exer		7. Title		8. Price of	9. Nu Daria
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	(Month/Day/Year)	Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amoun Underl Securit (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
ONEILL MICHAEL E CITIGROUP INC. CORPORATE LAW DEPT. 601 LEXINGTON AVENUE 19TH FLOOR NEW YORK, NY 10022	Х					
Signatures						
Michael E. O'Neill by Joseph B. Wollard, Attorney-in-Fact	10/03/2013					
**Signature of Reporting Person		Dat	te			

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Deferred shares awarded under the Issuer's Compensation Plan for Non-Employee Directors.
- Represents deferred shares of common stock held by the Issuer for the benefit of the Reporting Person pursuant to the Issuer's (2)Compensation Plan for Non-Employee Directors.
- (3) Reinvestment of cash, including dividends and interest, under the Compensation Plan for Non-Employee Directors.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.