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Form 4	TODD S										
January 20, 2	2005										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB AF OMB Number:	PROVAL 3235-0287		
if no long subject to Section 1 Form 4 o Form 5 obligation	5 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 16. SECURITIES 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934.									January 31, 2005 ed average hours per se 0.5	
may cont See Instru 1(b).	inue. Section 17(•	ling Comp Company	•		1935 or Sectior 0	1		
(Print or Type I	Responses)										
THOMSON TODD S Symbol				er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)(First)(Middle)3. Date of (Month/DC/O CITIGROUP INC.01/18/20CORPORATE LAW DEPT., 42501/18/20PARK AVENUE, 2ND FLOOR				-				Director 10% Owner X Officer (give title Other (specify below) below) Chair/CEO Global Wealth Mgt.			
				endment, Date Original nth/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 Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Sec	curitie	es Acqu	iired, Disposed of,	or Beneficial	ly Owned	
(Instr. 3) any			Date, if	3.4. Securities AcquiredTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)(Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common				Code V	Amount 37,542.2	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Stock	01/18/2005			А	(1)	А	\$0	433,525.1	D		
Common Stock	01/18/2005			А	16,894 (2)	А	\$0	450,419.1	D		
Common Stock								1,795.7	Ι	By 401(k) Plan.	

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

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information contained in this form are not
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(9-02)

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. 6. Date Exercisable and onNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Under Secur	tle and unt of crlying rities r. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
Repo	rting O	wners		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
THOMSON TODD S C/O CITIGROUP INC. CORPORATE LAW DEPT. 425 PARK AVENUE, 2ND FLOOR NEW YORK, NY 10043			Chair/CEO Global Wealth Mgt.				
Signatures							
Todd S. Thomson by Glenn S. Gray, Attorney-in-Fact	01,	/20/2005					
**Signature of Reporting Person		Date					

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) Award of restricted stock under the Issuer's 1997 Stock Incentive Plan (Core CAP Program).

(2) Award of restricted stock under the Issuer's 1997 Stock Incentive Plan (Supplemental CAP Program).

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.