Edgar Filing: CITIGROUP INC - Form 4

CITIGROU	P INC										
Form 4	-										
July 03, 2012										PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB	FROVAL		
Washington, D.C. 20549								Number:	3235-0287		
Check th if no long							Expires:	January 31, 2005			
subject to STATEMENTO Section 16. Form 4 or				SECUR	RITIES				Estimated a burden hour response	average urs per	
Form 5 obligatio may cont <i>See</i> Instru 1(b).	ns Section 17(a	a) of the F	Public U		ding Cor	npan	y Act of	e Act of 1934, 1935 or Sectior 0	1		
(Print or Type I	Responses)										
RODIN JUDITH Symb				r Name and		Tradi	0	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	Middle)		f Earliest Ti				(Check	c all applicable)	
(Month/I			(Month/E	Day/Year)				X_ Director 10% Owner Officer (give title Other (specify			
CORPORA	TE LAW DEPT., ENUE, 2ND FLO		07/01/2	012				below)	below)	(open)	
				endment, Da nth/Day/Year	-	1		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEW YORK, NY 10043								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Secu	rities Acqu	iired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securi on(A) or Di (Instr. 3,	spose	d of (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)	
C				Code V	Amount	(D)	Price	(Instr. 3 and 4)		C	
Common Stock	07/01/2012			А	4.3 <u>(1)</u>	А	\$ 26.746	11,763.3 <u>(2)</u>	Ι	See Footnote	
Common Stock	07/01/2012			А	2.9 <u>(1)</u>	А	\$ 26.746	7,908.2	D		
Common Stock								36	I	By Spouse	

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

Persons who respond to the collection of information contained in this form are not (9-02) required to respond unless the form

Edgar Filing: CITIGROUP INC - Form 4

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transactio		6. Date Exer Expiration D	ate	Amo	tle and unt of	8. Price of Derivative	9. Nu Deriv
Security	or Exercise		any	Code	of	(Month/Day/	(Year)		rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			Secur		(Instr. 5)	Bene
	Derivative Security				Securities Acquired			(instr	: 3 and 4)		Owne Follo
	Security				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title			
				Code V	(Λ) (D)				of Sharas		
				Code v	(A) (D)				Shares		
Repor	rtina O	wners									

Reporting Owner Name / AddressRelationsityDirector10% OwnerOfficerOtherDirector10% OwnerOfficerOtherRODIN JUDITH
C/O CITIGROUP INC., CORPORATE LAW DEPT,
A25 PARK AVENUE, 2ND FLOOR
NEW YORK, NY 10043XVVSignaturesXVVVVSignatures07/07/02/12VVV**Signature of Reporting PersonDateVVV

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) Reinvestment of cash, including dividends and interest, under the Compensation Plan for Non-Employee Directors.
- (2) Represents deferred shares of common stock held by the Issuer for the benefit of the Reporting Person pursuant to the Issuer's 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. >Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).(1)The shares are owned by Sharon H. Simpson, Trustee of the Barclay and Sharon Simpson 2007 Trust, dated May 25, 2007.(2)The shares are owned by the Simpson PSB Fund, a California nonprofit public benefit corporation, of which Sharon Simpson is a member of the Board of Directors. Sharon Simpson disclaims beneficial ownership of these shares.(3)These shares are owned by the Simpson Manufacturing Co., Inc. Profit Sharing Plan for Salaried Employees (the "Plan") of which Sharon Simpson is a beneficiary of Barclay Simpson's account. The Plan is qualified under sections 401(a)(26) and 410 of the Internal Revenue Code. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Reporting Owners

Edgar Filing: CITIGROUP INC - Form 4

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.