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CITIGROUP	INC										
Form 4											
October 05, 2	2015										
FORM			ECUD	TTES AT		TT A 1		OMMISSION		PROVAL	
	UNITED	DIAIES S		hington,			NGE CU	JMMISSION	OMB Number:	3235-0287	
Check this if no long	er								Expires:	January 31, 2005	
subject to Section 10 Form 4 or		F CHANGES IN BENEFICIAL OWNEF SECURITIES						Estimated a burden hou response	iverage		
Form 5 obligation may conti <i>See</i> Instru 1(b).	$\frac{1}{1}$ Section 17(a)) of the Pu	blic Uti		ing Com	ipany	Act of	Act of 1934, 1935 or Section)	I		
(Print or Type R	esponses)										
1. Name and Ad THOMPSON	21 ISSUEL FRANCE AND FIGHER OF FIGHERS					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (M	liddle) 3.	3. Date of Earliest Transaction (Check								
LAW DEPT	P INC., CORPOR ., 601 LEXINGT 9TH FLOOR	(MATE 1	Month/Da 0/01/20	y/Year)			- I	_X_ Director Officer (give t below)		Owner er (specify	
	(Street)	4.	. If Amen	dment, Dat	e Original		(6. Individual or Joi	nt/Group Filin	g(Check	
NEW YORK	K, NY 10022	Fi	iled(Mont	h/Day/Year)			-	Applicable Line) _X_ Form filed by O Form filed by M Person			
(City)	(State) (Zip)	Table	I - Non-De	erivative S	Securi	ities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed Aonth/Day/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5)				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock	10/01/2015			А	658 <u>(1)</u>	А	\$ 51.275	87,151	Ι	By Trust	
Common Stock	10/01/2015			А	5.8 <u>(2)</u>	Α	\$ 51.275	6,000.4	D		
Series K Depositary Shares								18,768	Ι	By Trust	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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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.	3. Transaction Date		4.	5.	6. Date Exer		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D		Amou		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	(Year)	Underl	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	2				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(insu
					(insu: 5, 4, and 5)						
					4, alla 3)						
									Amount		
						_			or		
						Date	Expiration		Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		
				Coue v	(\mathbf{A}) (\mathbf{D})				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 0	Director	10% Owner	Officer	Other		
THOMPSON WILLIAM S CITIGROUP INC., CORPORATE LAW DEPT. 601 LEXINGTON AVENUE, 19TH FLOOR NEW YORK, NY 10022	Х					
Signatures						
William S. Thompson by Joseph B. Wollard, Attorney-in-Fact		10/	05/2015			
**Signature of Reporting Person			Date			
Explanation of Pasnancas						

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) Shares awarded under the Issuer's Compensation Plan for Non-Employee Directors.

(2) 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.