NON-PUBLIC
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

02070011

CONFIDENTIAL

13FCONP 8/14/03

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2002

Check here if Amendment [ ]; Amendment Number: ____
This Amendment (Check only one.): [ ] is a restatement.
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Citigroup Inc.*
Address: 399 Park Avenue
New York, New York 10043

RECD S.E.C.
AUG 1 5 2002

CONFIDENTIAL TREATMENT EXPIRES

Form 13F File Number: 28-2427

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Joseph B. Wollard
Title: Assistant Secretary
Phone: (212) 559-1000

J.B. Wollard

PROCESSED
JAN 23 2004
THOMSON FINANCIAL

Signature, Place, and Date of Signing:

/s/ Joseph B. Wollard New York, New York August 14, 2002

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

* Indicates institutional investment managers requesting confidential treatment of certain information.

CONFIDENTIAL TREATMENT REQUESTED

Form 13F Summary Page
June 30, 2002

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Report Summary:

Number of Other Included Managers: 4
Form 13F Information Table Entry Total: 60
Form 13F Information Table Value Total: $504,367,000

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
1*	28-1876	Associated Madison Companies, Inc.
2	28-6215	Citibank Canada
3	28-5339	Citibank International plc
4	28-5341	Citibank Investments Limited
5	28-749	Citibank, N.A.
6	28-6217	Citibank (New York State)
7	28-5347	Citibank Overseas Investment Corporation
8	28-1833	Citibank (Switzerland)
9	28-45	Citicorp
10	28-7574	Citicorp Banking Corporation
11	28-6221	Citicorp Funding, Inc.
12	28-6323	Citicorp Strategic Technology Corporation
13	28-1090	Citicorp Venture Capital Ltd.
14	28-6251	Citigroup Asset Management Limited
15	28-5343	Citigroup Holdings Company
16	28-10074	CitiFinancial Credit Company
17	28-10071	Court Square Capital Limited
18	28-4024	Smith Barney Fund Management LLC
19*	28-5154	Citigroup Insurance Holding Corporation (f/k/a PFS Services, Inc.)
20	28-4684	Plaza LLC
21	28-2568	Salomon Brothers Asset Management Inc
22	28-7570	Salomon Brothers Europe Limited
23	28-1114	Salomon Brothers Holding Company Inc
24	28-7568	Salomon Brothers International Limited
25	28-6229	Salomon Brothers UK Equity Limited
26	28-7566	Salomon International LLC
27	28-1109	Salomon Smith Barney Holdings Inc.
28	28-541	Salomon Smith Barney Inc.
29	28-3197	SAMBA Capital Management International Limited
30	28-7564	Saudi American Bank
31	28-10073	Siembra Administradora de Fundos de Jubilaciones y Pensiones S.A.
32	28-5476	Smith Barney Corporate Trust Company
33	28-4686	The Travelers Indemnity Company
34*	28-1299	The Travelers Insurance Company
35	28-2551	The Travelers Investment Management Company
36	28-3308	Travelers Asset Management International Company LLC
37	28-10072	Travelers Bank & Trust, fsb
38	28-5774	Travelers Insurance Group Holdings Inc.
39	28-4152	Travelers Property Casualty Corp.
40*	28-6022	Tribeca Management, L.L.C.

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CONFIDENTIAL TREATMENT REQUESTED

CITIGROUP INC.
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
FORM 13F AS OF 06/30/02

NAME OF ISSUER (1)	TITLE OF CLASS (2)	CUSIP (3)	FAIR MARKET VALUE (000) (4)	SHARES OR PRINCIPAL AMOUNT (5)	INVESTMENT DISCRETION (6) SOLE (A)	SHARED (B)	(C)	MANAGERS (7)	VOTING AUTHORITY (8) SOLE (A)	SHARED (B)	NONE (C)
STRATEGY: RISK ARBITRAGE											
(CONFIDENTIAL TREATMENT REQUESTED UNTIL 08/14/02)											
CHILES OFFSHORE INC	EQU	16888M104000	421	18,400		X		1,19,34,40			18,400
COLLATERAL THERAPEUTICS INC	EQU	193921103000	5,763	510,000		X		1,19,34,40			510,000
D & E COMMUNICATIONS INC	EQU	232860106000	604	55,920		X		1,19,34,40			55,920
DYNACARE INC	EQU	267920205000	903	42,200		X		1,19,34,40			42,200
GENTIVA HEALTH SERVICES	EQU	37247A102000	446	50,000		X		1,19,34,40			50,000
HERBALIFE INT'L INC CL A	EQU	426908208000	386	20,200		X		1,19,34,40			20,200
HERBALIFE INTL INC CL-B	EQU	426908307000	1,332	69,800		X		1,19,34,40			69,800
IMMUNEX CORP NEW	EQU	452528102000	6,417	306,000		X		1,19,34,40			306,000
MCAFEE.COM CORP CL A	EQU	579062100000	3,400	250,000		X		1,19,34,40			250,000
MICRO GENERAL CORP NEW	EQU	594838302000	226	14,900		X		1,19,34,40			14,900
R G S ENERGY GROUP	EQU	74956K104000	4,124	105,200		X		1,19,34,40			105,200
SIMPLEX SOLUTIONS INC	EQU	828854109000	174	12,500		X		1,19,34,40			12,500
THISTLE GROUP HOLDINGS	EQU	88431E103000	243	21,500		X		1,19,34,40			21,500
TICKETMASTER CLASS B	EQU	88633P203000	267	15,000		X		1,19,34,40			15,000
TRIGON HEALTHCARE INC CLASS A	EQU	89618L100000	3,987	41,100		X		1,19,34,40			41,100
TOTAL MARKET VALUE FOR THIS PAGE				28,693							

CITIGROUP INC.
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FORM 13F AS OF 06/30/02

CONFIDENTIAL TREATMENT REQUESTED

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NAME OF ISSUER (1)	TITLE OF CLASS (2)	CUSIP (3)	FAIR MARKET VALUE (000) (4)	SHARES OR PRINCIPAL AMOUNT (5)	INVESTMENT DISCRETION (6) SOLE (A)	SHARED (B)	(C)	MANAGERS (7)	VOTING AUTHORITY (8) SOLE (A)	SHARED (B)	NONE (C)
STRATEGY: RISK ARBITRAGE											
(CONFIDENTIAL TREATMENT REQUESTED UNTIL 12/31/02)											
AT&T CORP	EQU	001957109000	1,856	185,000		X		1,19,34,40			185,000
*** AT&T CANADA INC	EQU	00207Q202001	2,463	78,000		X		1,19,34,40			78,000
CONECTIV INC	EQU	206829103000	2,504	100,000		X		1,19,34,40			100,000
NORTEK INC DEL	EQU	656559101000	2,738	60,700		X		1,19,34,40			60,700
PENNZOIL QUAKER ST	EQU	709323109000	6,450	300,000		X		1,19,34,40			300,000
*** PETROLEUM GEO SERVICES A/S	EQU	716597109001	815	231,600		X		1,19,34,40			231,600
SYNCOR INTERNATIONAL CORP-DEL	EQU	87157J106000	2,919	100,007		X		1,19,34,40			100,007
TRW INC	EQU	872649108000	4,526	80,000		X		1,19,34,40			80,000
UNILAB CORP NEW	EQU	904763208000	1,958	75,000		X		1,19,34,40			75,000
TOTAL MARKET VALUE FOR THIS PAGE			26,229								

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CITIGROUP INC.
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
FORM 13F AS OF 06/30/02

CONFIDENTIAL TREATMENT REQUESTED

NAME OF ISSUER (1)	TITLE OF CLASS (2)	CUSIP (3)	FAIR MARKET VALUE (000) (4)	SHARES OR PRINCIPAL AMOUNT (5)	INVESTMENT DISCRETION (6) SOLE (A)	SHARED (B)	(C)	MANAGERS (7)	VOTING AUTHORITY (8) SOLE (A)	SHARED (B)	NONE (C)
STRATEGY: RISK ARBITRAGE											
(CONFIDENTIAL TREATMENT REQUESTED UNTIL 06/30/03)											
*** RTS ELAN CORP PLC	EQU	G29539148001	3	429,100		X		1,19,34,40			429,100
AMERICAN WATER WORKS CO INC	EQU	030411102000	4,277	100,000		X		1,19,34,40			100,000
DREYERS GRAND ICE CREAM INC	EQU	261878102000	5,522	80,000		X		1,19,34,40			80,000
TOTAL MARKET VALUE FOR THIS PAGE				9,802							

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
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NAME OF ISSUER (1)	TITLE OF CLASS (2)	CUSIP (3)	FAIR MARKET VALUE (000) (4)	SHARES OR PRINCIPAL AMOUNT (5)	INVESTMENT DISCRETION SOLE (6) (A)	SHARED (B)	(C)	MANAGERS (7)	VOTING AUTHORITY (8) SOLE (A)	SHARED (B)	NONE (C)
STRATEGY: LONG-TERM ARBITRAGE & CONVERGENCE											
AGILENT TECHNOLOGIES INC	COR	00846UAB70B0	6,030	6,000,000	X			1,19,34,40			6,000,000
ATMEL CORP CV	COR	049513AE40B0	8,663	30,000,000	X			1,19,34,40			30,000,000
CV THERAPEUTICS	COR	126667AB00B0	12,780	18,000,000	X			1,19,34,40			18,000,000
CARNIVAL CORP CONV	COR	143658AS10B0	3,323	6,000,000	X			1,19,34,40			6,000,000
CELL THEREPEUTIC INC CONV	COR	150934AC10B0	2,875	5,750,000	X			1,19,34,40			5,750,000
CHARTER COMMUNICATIONS INC	COR	16117MAC10B0	6,777	14,535,000	X			1,19,34,40			14,535,000
COR THERAPEUTICS INDUSTRIAL	COR	217753AD40B0	4,250	4,000,000	X			1,19,34,40			4,000,000
COX COMMUNICATIONS INC	COR	224044BC00B0	13,825	20,000,000	X			1,19,34,40			20,000,000
COX COMMUNICATIONS INC NEW	EQU	224044503000	18,270	630,000	X			1,19,34,40			630,000
E TRADE GROUP	COR	269246AB00R0	26,775	36,000,000	X			1,19,34,40			36,000,000
ECHOSTAR COMM CONV	COR	278762AD10B0	8,702	12,300,000	X			1,19,34,40			12,300,000
ECHOSTAR COMMUNICATIONS CONV	COR	278762AG40B0	24,342	33,750,000	X			1,19,34,40			33,750,000
EL PASO ENERGY CAP TR 1 4.75%	EQU	283678209000	3,550	100,000	X			1,19,34,40			100,000
ENZON INC CV	COR	293904AB40B0	3,531	5,000,000	X			1,19,34,40			5,000,000
FINISTAR CORP CONV	COR	31787AAC50B0	10,436	17,250,000	X			1,19,34,40			17,250,000
FORD MOTOR COMPANY CAPITAL TR	EQU	345395206000	33,300	600,000	X			1,19,34,40			600,000
GAP INC SR CV NOTES-BK/ENTRY	COR	364760AJ70B0	5,600	5,000,000	X			1,19,34,40			5,000,000
INHALE THERAPEUTICS INC CONV	COR	457191AH70B0	16,144	31,500,000	X			1,19,34,40			31,500,000
LEGG MASON INC CV	COR	524901AG00B0	19,136	40,500,000	X			1,19,34,40			40,500,000
LEHMAN BROS HLDG CONV	COR	524908EC00B0	3,536	3,500,000	X			1,19,34,40			3,500,000
LIBERTY MEDIA CONV	COR	530715AG60B0	22,275	45,000,000	X			1,19,34,40			45,000,000
MERRILL LYNCH & CO CV	COR	590188A650B0	2,431	5,000,000	X			1,19,34,40			5,000,000
MERRILL LYNCH & CO CONV	COR	590188A730B0	79,003	82,500,000	X			1,19,34,40			82,500,000
NEWS AMERICA INC CONV	COR	652482AZ30B0	10,929	23,378,000	X			1,19,34,40			23,378,000
*** NORTEL NETWORKS CORP CONV	COR	656568AB80B1	14,400	32,000,000	X			1,19,34,40			32,000,000
PENNEY JC CO CONV	COR	708160BV70B0	4,931	5,000,000	X			1,19,34,40			5,000,000
PROFIT RECOVERY GP INTL CONV	COR	743168AA40B0	8,593	5,200,000	X			1,19,34,40			5,200,000
REGENERON PHARMACEUTICAL CV	COR	75886FAB30B0	8,621	11,000,000	X			1,19,34,40			11,000,000
ROYAL CARIBBEAN CRUISES LTD	COR	780153AM40B0	5,000	12,500,000	X			1,19,34,40			12,500,000
SANMINA CORP CONV	COR	800907AD90R0	183	500,000	X			1,19,34,40			500,000
SEPRACOR INC CONV	COR	817315AQ70B0	15,593	27,000,000	X			1,19,34,40			27,000,000
VERIZON GLOBAL FDG CORP CONV	COR	92344GAN60B0	31,950	60,000,000	X			1,19,34,40			60,000,000
VIMPELCOM CONV	COR	927185AA60B0	3,889	3,105,000	X			1,19,34,40			3,105,000
TOTAL MARKET VALUE FOR THIS PAGE			439,643								
TOTAL			504,367								