13FCONP 2/14/03

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

NON-PUBLIC

CONFIDENTIAL

RECD S.E.C.
FEB 15 2002
1086

CONFIDENTIAL TREATMENT EXPIRED

02070014

RECD S.E.C.
FEB 15 2002
1086

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2001

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

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 February 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
December 31, 2001

CONFIDENTIAL

Report Summary:

Number of Other Included Managers:	5
Form 13F Information Table Entry Total:	53
Form 13F Information Table Value Total:	$441,771,000

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	28-3072	399 Venture Partners, Inc.
2*	28-1876	Associated Madison Companies, Inc.
3	28-6215	Citibank Canada
4	28-5339	Citibank International plc
5	28-5341	Citibank Investments Limited
6	28-749	Citibank, N.A.
7	28-6217	Citibank (New York State)
8	28-5347	Citibank Overseas Investment Corporation
9	28-1833	Citibank (Switzerland)
10	28-45	Citicorp
11	28-7574	Citicorp Banking Corporation
12	28-6221	Citicorp Funding, Inc.
13	28-6323	Citicorp Strategic Technology Corporation
14	28-1090	Citicorp Venture Capital Ltd.
15	28-6251	Citigroup Asset Management Limited
16	28-5343	Citigroup Holdings Company
17	To Be Assigned.	CitiFinancial Credit Company
18	To Be Assigned.	Court Square Capital Limited
19	28-4024	Smith Barney Fund Management LLC
20*	28-5154	PFS Services, Inc.
21	28-4684	Plaza LLC
22	28-2568	Salomon Brothers Asset Management Inc
23	28-7570	Salomon Brothers Europe Limited
24	28-1114	Salomon Brothers Holding Company Inc.
25	28-7568	Salomon Brothers International Limited
26	28-6229	Salomon Brothers UK Equity Limited
27	28-7566	Salomon International LLC
28	28-1109	Salomon Smith Barney Holdings Inc.
29	28-541	Salomon Smith Barney Inc.
30	28-3197	SAMBA Capital Management International Limited
31	28-7564	Saudi American Bank
32	To Be Assigned.	Siembra Administradora de Fondos de Jubilaciones y Pensiones S.A.
33	28-5476	Smith Barney Corporate Trust Company
34	28-4442	The Robinson-Humphrey Company, LLC
35	28-4686	The Travelers Indemnity Company
36*	28-1299	The Travelers Insurance Company
37*	28-4152	The Travelers Insurance Group Inc.
38	28-2551	The Travelers Investment Management Company
39	28-3308	Travelers Asset Management International Company LLC
40	To Be Assigned.	Travelers Bank & Trust, fsb
41	28-5774	Travelers Property Casualty Corp.
42*	28-6022	Tribeca Management, L.L.C.

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CITIGROUP INC.
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
FORM 13F AS OF 12/31/01

CONFIDENTIAL TREATMENT REQUESTED

CONFIDENTIAL

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 06/30/02)											
*** INDIGO-EUR	EQU	N44495104001	2,696	375,000		X		2,20,36,37,42			375,000
CONESTOGA ENTERPRISES INC	EQU	207015108000	1,918	60,000		X		2,20,36,37,42			60,000
DAL-TILE INTL INC	EQU	23426R108000	5,768	250,000		X		2,20,36,37,42			250,000
IMMUNEX CORP NEW	EQU	452528102000	4,733	170,000		X		2,20,36,37,42			170,000
NIAGARA MOHAWK HLDGS INC	EQU	653520106000	895	50,000		X		2,20,36,37,42			50,000
ORION POWER HOLDINGS	EQU	686286105000	8,483	325,000		X		2,20,36,37,42			325,000
TELECORP PCS INC CLASS A	EQU	879300101000	5,116	400,000		X		2,20,36,37,42			400,000
*** WESTCOAST ENERGY INC	EQU	95751D102001	5,430	205,000		X		2,20,36,37,42			205,000
WILLAMETTE INDUSTRIES INC	EQU	969133107000	1,520	30,000		X		2,20,36,37,42			30,000
TOTAL MARKET VALUE FOR THIS PAGE			36,559								

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STRATEGY: RISK ARBITRAGE											
(CONFIDENTIAL TREATMENT REQUESTED UNTIL 12/31/02)											
*** RTS ELAN CORP PLC	EQU	G29539148001	56	429,100		X		2,20,36,37,42			429,100
TOTAL MARKET VALUE FOR THIS PAGE				56							

CONFIDENTIAL TREATMENT REQUESTED

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STRATEGY: LONG-TERM ARBITRAGE & CONVERGENCE											
(CONFIDENTIAL TREATMENT REQUESTED UNTIL 12/31/02)											
*** GLOBAL CROSSING CONV PFD	EQU	G3921A126001	96	55,000		X		2,20,36,37,42			55,000
*** GLOBAL CROSSING LTD 6.75%	EQU	G3921A134001	641	125,000		X		2,20,36,37,42			125,000
AFFIL MANAGERS GRP CONV	COR	008252AC20B0	9,263	9,500,000		X		2,20,36,37,42			9,500,000
AKAMAI TECH CONV	COR	00971TAC50B0	524	1,000,000		X		2,20,36,37,42			1,000,000
ALKERMES INC CONV BOND	COR	01642TAB40B0	2,680	4,000,000		X		2,20,36,37,42			4,000,000
ALLIED RISER COMMUNICATIONS	COR	019496AA60B0	538	2,000,000		X		2,20,36,37,42			2,000,000
ATMEL CORP CV	COR	049513AE40B0	19,013	65,000,000		X		2,20,36,37,42			65,000,000
AVAYA INC CONV	COR	053499AA70B0	4,946	9,000,000		X		2,20,36,37,42			9,000,000
BRINKER INTL INC ZERO CPN	COR	109641AA80B0	1,260	2,000,000		X		2,20,36,37,42			2,000,000
CV THERAPEUTICS	COR	126667AB00B0	17,408	17,495,000		X		2,20,36,37,42			17,495,000
CELL THERAPEUTIC INC CV	COR	150934AA50B0	5,750	6,250,000		X		2,20,36,37,42			6,250,000
CEPHALON INC CONV	COR	156708AD10B0	19,103	18,000,000		X		2,20,36,37,42			18,000,000
COR THERAPEUTICS INDUSTRIAL	COR	217753AD40B0	8,989	9,000,000		X		2,20,36,37,42			9,000,000
COR THERAPEUTICS CONV	COR	217753AG70B0	5,910	6,000,000		X		2,20,36,37,42			6,000,000
E TRADE GROUP	COR	269246AB00R0	2,681	3,250,000		X		2,20,36,37,42			3,250,000
E TRADE GROUP INC CV	COR	269246AC80B0	26,853	23,000,000		X		2,20,36,37,42			23,000,000
ECHOSTAR COMMUNICATIONS CV	COR	278762AE90B0	4,575	5,000,000		X		2,20,36,37,42			5,000,000
ELECTRONIC DATA SYS CORP NEW	COR	285661AB00B0	4,100	5,000,000		X		2,20,36,37,42			5,000,000
ENZON INC CV	COR	293904AB40B0	26,950	27,500,000		X		2,20,36,37,42			27,500,000
GLOBESPAN INC CONV	COR	379571AB80B0	2,678	3,000,000		X		2,20,36,37,42			3,000,000
INHALE THERAPEUTICS INC CONV	COR	457191AG90B0	6,191	9,750,000		X		2,20,36,37,42			9,750,000
INHALE THERAPEUTICS INC CONV	COR	457191AH70B0	11,589	18,250,000		X		2,20,36,37,42			18,250,000
INVITROGEN INC CV	COR	46185RAC40B0	961	1,000,000		X		2,20,36,37,42			1,000,000
LUCENT TECHNOLOGIES INC 8% RED	EQU	549463206000	10,774	91,500		X		2,20,36,37,42			91,500
MEDTRONIC INC CONV	COR	585055AA40B0	15,488	15,000,000		X		2,20,36,37,42			15,000,000
MERRILL LYNCH & CO CV	COR	590188A650B0	10,600	20,000,000		X		2,20,36,37,42			20,000,000
NETWORK PLUS CONV PFD 7.50%	EQU	64122D605000	256	50,000		X		2,20,36,37,42			50,000
*** NORTEL NETWORKS CORP NEW	COR	656568AA00B1	24,688	25,000,000		X		2,20,36,37,42			25,000,000
PROVINCE HEALTHCARE CV	COR	743977AD20B0	1,950	2,000,000		X		2,20,36,37,42			2,000,000
PROVIDIAN FINANCIAL CORP CONV	COR	74406AAA00B0	873	2,000,000		X		2,20,36,37,42			2,000,000
RESMED INC CV GLOBAL	COR	761152AB30B0	2,153	2,000,000		X		2,20,36,37,42			2,000,000
RIVER STONE NETWORK CV	COR	769320AA00B0	2,813	2,500,000		X		2,20,36,37,42			2,500,000
ROYAL CARIBBEAN CRUISES LTD	COR	780153AM40B0	18,995	58,000,000		X		2,20,36,37,42			58,000,000
SANMINA CORP CONV	COR	800907AD90R0	186	500,000		X		2,20,36,37,42			500,000
SEPRACOR INC SUB DEB CONV	COR	817315AH70B0	11,165	11,000,000		X		2,20,36,37,42			11,000,000
SEPRACOR INC CONV	COR	817315AL80B0	46,598	54,500,000		X		2,20,36,37,42			54,500,000
SOLECTRON CORP CONV	COR	834182AL10B0	6,356	15,000,000		X		2,20,36,37,42			15,000,000
SYMANTEC CORP CONV	COR	871503AA60B0	2,430	2,000,000		X		2,20,36,37,42			2,000,000
TERADYNE INC CONV	COR	880770AC60B0	11,624	8,500,000		X		2,20,36,37,42			8,500,000

TOTAL MARKET VALUE FOR THIS PAGE 349,648

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TYCO INTL LTD CONV	COR	902124AC00B0	41,731	55,000,000		X		2,20,36,37,42			55,000,000
USTINTERNETWORKING INV CV SUB	COR	917311AH50B0	3,910	23,000,000		X		2,20,36,37,42			23,000,000
VIMPELCOM CONV	COR	927185AA60B0	7,940	7,105,000		X		2,20,36,37,42			7,105,000
WESTERN DIGITAL CORP CV S/D	COR	958102AH80B0	1,927	4,575,000		X		2,20,36,37,42			4,575,000
TOTAL MARKET VALUE FOR THIS PAGE				55,508							
TOTAL				441,771							