CONFIDENTIAL

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

P 5/15/03

Form 13F

Form 13F COVER PAGE

RECD S.E.C.
MAY 15 2002
1086

Report for the Calendar Year or Quarter Ended: March 31, 2002

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

CONFIDENTIAL TREATMENT EXPIR

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

02070015

Signature, Place, and Date of Signing:

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

PROCESSED
JAN 23 2004
THOMSON FINANCIAL

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.

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CONFIDENTIAL TREATMENT REQUESTED

Form 13F Summary Page
March 31, 2002

Report Summary:

Number of Other Included Managers:	4
Form 13F Information Table Entry Total:	53
Form 13F Information Table Value Total:	$574,500,000

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	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. (f/k/a Travelers Property Casualty Corp.)
39	28-4152	Travelers Property Casualty Corp. (f/k/a Travelers Insurance Group Inc.)
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 03/31/02

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 09/30/02)											
*** INDIGO-EUR	EQU	N44495104001	2,793	435,000		X		1,19,34,40			435,000
AVANT CORP	EQU	053487104000	5,880	300,000		X		1,19,34,40			300,000
COLLATERAL THERAPEUTICS INC	EQU	193921103000	5,170	500,000		X		1,19,34,40			500,000
COMPAQ COMPUTER CORP	EQU	204493100000	2,605	250,000		X		1,19,34,40			250,000
CONECTIV INC	EQU	206829103000	2,509	100,000		X		1,19,34,40			100,000
CONESTOGA ENTERPRISES INC	EQU	207015108000	2,113	70,000		X		1,19,34,40			70,000
ELANTEC SEMICONDUCTOR INC	EQU	284155108000	2,199	50,900		X		1,19,34,40			50,900
FUSION MEDICAL TECHNOLOGIES	EQU	361128101000	3,169	325,000		X		1,19,34,40			325,000
GENTIVA HEALTH SERVICES	EQU	37247A102000	5,650	225,000		X		1,19,34,40			225,000
IMMUNEX CORP NEW	EQU	452528102000	8,564	275,000		X		1,19,34,40			275,000
MCAFEE.COM CORP CL A	EQU	579062100000	1,734	100,000		X		1,19,34,40			100,000
NRG ENERGY INC	EQU	629377102000	2,750	228,200		X		1,19,34,40			228,200
ONI SYSTEMS CORP	EQU	68273F103000	793	121,300		X		1,19,34,40			121,300
OSCA INC CLASS A	EQU	687836106000	6,266	225,000		X		1,19,34,40			225,000
*** PETROLEUM GEO SERVICES A/S	EQU	716597109001	304	45,000		X		1,19,34,40			45,000
SECURITY CAPITAL GROUP INC	EQU	81413P204000	7,662	300,000		X		1,19,34,40			300,000
SUBURBAN LODGES OF AMERICA INC	EQU	864444104000	2,834	329,200		X		1,19,34,40			329,200
TRW INC	EQU	872649108000	2,585	50,000		X		1,19,34,40			50,000

TOTAL MARKET VALUE FOR THIS PAGE 65,580

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CITIGROUP INC.
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
FORM 13F AS OF 03/31/02

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)	INVESTMENT DISCRETION SHARED (6) (B)	(6) (C)	MANAGERS (7)	VOTING AUTHORITY (8) SOLE (A)	VOTING AUTHORITY (8) SHARED (B)	VOTING AUTHORITY (8) NONE (C)
STRATEGY: -RISK ARBITRAGE											
(CONFIDENTIAL TREATMENT REQUESTED UNTIL 03/31/03)											
*** RTS ELAN CORP PLC	EQU	G29539148001	25	429,100		X		1,19,34,40			429,100
AT&T CORP	EQU	001957109000	3,564	225,000		X		1,19,34,40			225,000
TOTAL MARKET VALUE FOR THIS PAGE				3,589							

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CITIGROUP INC.
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
FORM 13F AS OF 03/31/02

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: LONG-TERM ARBITRAGE & CONVERGENCE											
(CONFIDENTIAL TREATMENT REQUESTED UNTIL 03/31/03)											
ALKERMES INC CONV BOND	COR	01642TAB40B0	1,363	2,000,000		X		1,19,34,40			2,000,000
ATMEL CORP CV	COR	049513AE40B0	15,244	45,000,000		X		1,19,34,40			45,000,000
AVAYA INC CONV	COR	053499AA70B0	1,640	4,000,000		X		1,19,34,40			4,000,000
CV THERAPEUTICS	COR	126667AB00B0	18,333	22,495,000		X		1,19,34,40			22,495,000
COR THERAPEUTICS INDUSTRIAL	COR	217753AD40B0	4,120	4,000,000		X		1,19,34,40			4,000,000
COR THERAPEUTICS CONV	COR	217753AG70B0	4,040	4,000,000		X		1,19,34,40			4,000,000
COX COMMUNICATIONS INC	COR	224044BC00B0	14,150	20,000,000		X		1,19,34,40			20,000,000
E*TRADE GROUP CONV	COR	269246AD60B0	46,305	42,000,000		X		1,19,34,40			42,000,000
ENZON INC CV	COR	293904AB40B0	14,875	17,000,000		X		1,19,34,40			17,000,000
FINISTAR CORP CONV	COR	31787AAC50B0	6,220	4,000,000		X		1,19,34,40			4,000,000
GENERAL MOTORS 5.25% SER B	EQU	370442733000	30,469	1,123,500		X		1,19,34,40			1,123,500
GENERAL MOTORS 4.50% SER A	EQU	370442741000	30,014	1,136,900		X		1,19,34,40			1,136,900
INHALE THERAPEUTICS INC CONV	COR	457191AH70B0	20,790	38,500,000		X		1,19,34,40			38,500,000
MARKEL CORP CV LYONS-BK/ENTRY	COR	570535AC80B0	2,888	10,000,000		X		1,19,34,40			10,000,000
MERRILL LYNCH & CO CV	COR	590188A650B0	21,250	40,000,000		X		1,19,34,40			40,000,000
MERRILL LYNCH & CO CONV	COR	590188A730B0	51,501	50,000,000		X		1,19,34,40			50,000,000
NEWS AMERICA INC CONV	COR	652482AZ30B0	10,988	23,378,000		X		1,19,34,40			23,378,000
*** NEWS LTD-ADR-NEW	EQU	652487703001	703	25,000		X		1,19,34,40			25,000
*** NORTEL NETWORKS CORP CONV	COR	656568AB80B1	38,775	55,000,000		X		1,19,34,40			55,000,000
REGENERON PHARMACEUTICAL CV	COR	75886FAB30B0	4,798	4,500,000		X		1,19,34,40			4,500,000
RESMED INC CV GLOBAL	COR	761152AB30B0	5,408	6,000,000		X		1,19,34,40			6,000,000
ROYAL CARIBBEAN CRUISES LTD	COR	780153AM40B0	19,800	48,000,000		X		1,19,34,40			48,000,000
SANMINA CORP CONV	COR	800907AD90R0	181	500,000		X		1,19,34,40			500,000
SEPRACOR INC CONV	COR	817315AL80B0	4,960	8,000,000		X		1,19,34,40			8,000,000
SEPRACOR INC CONV	COR	817315AQ70B0	29,900	46,000,000		X		1,19,34,40			46,000,000
SPRINT CORP EQUITY UNITY	EQU	852061605000	19,089	1,350,000		X		1,19,34,40			1,350,000
*** STMICROELECTRON NV CONV	COR	861012AB80B1	4,658	4,500,000		X		1,19,34,40			4,500,000
SUPERVALU INC LYONS-BK/ENTRY	COR	868536AN30B0	2,610	9,000,000		X		1,19,34,40			9,000,000
TYCO INTL GROUP SA CONV	COR	902118AW80B0	5,222	7,500,000		X		1,19,34,40			7,500,000
TYCO INTL LTD CONV	COR	902124AC00B0	14,575	22,000,000		X		1,19,34,40			22,000,000
VECTOR GROUP LTD CONV	COR	92240MAC20B0	5,131	5,000,000		X		1,19,34,40			5,000,000
VERIZON GLOBAL FDG CORP CONV	COR	92344GAN60B0	46,006	85,000,000		X		1,19,34,40			85,000,000
VIMPELCOM CONV	COR	927185AA60B0	9,325	7,105,000		X		1,19,34,40			7,105,000

TOTAL MARKET VALUE FOR THIS PAGE 505,331

TOTAL 574,500