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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2003

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: Serena D. Moe
Title: Assistant Secretary
Phone: (212) 559-1000

PROCESSED

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Signature, Place, and Date of Signing:

Serena D. Moe
/s/ Serena D. Moe New York, New York

November 13, 2003

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 is 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
September 30, 2003

Report Summary:

Number of Other Included Managers: 4
Form 13F Information Table Entry Total: 29
Form 13F Information Table Value Total: \$ 357,215,000

CONFIDENTIAL

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.

<u>No.</u>	<u>Form 13F File Number</u>	<u>Name</u>
1*	28-1876	Associated Madison Companies, Inc.
2	28-10294	AMAD Holdings Inc.
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	28-10072	Citicorp Trust Bank, fsb
13	28-1090	Citicorp Venture Capital Ltd.
14	28-10293	Citigroup Alternative Investments LLC
15	28-6251	Citigroup Asset Management Limited
16	28-5343	Citigroup Holdings Company
17*	28-5154	Citigroup Insurance Holding Corporation
18	28-10296	Citigroup Investment Holdings Inc.
19	28-10295	Citigroup Investments Inc.
20	28-10074	CitiFinancial Credit Company
21	28-10071	Court Square Capital Limited
22	28-4684	Plaza LLC
23	28-2568	Salomon Brothers Asset Management Inc
24	28-7570	Citigroup Global Markets Europe Limited (f/k/a Salomon Brothers Europe Limited)
25	28-1114	Citigroup Financial Products Inc. (f/k/a Salomon Brothers Holding Company Inc)
26	28-7568	Citigroup Global Markets Limited (f/k/a Salomon Brothers International Limited)
27	28-6229	Citigroup Global Markets UK Equity Limited (f/k/a Salomon Brothers UK Equity Limited)
28	28-7566	Citigroup Global Markets International LLC (f/k/a Salomon International LLC)
29	28-1109	Citigroup Global Markets Holdings Inc. (f/k/a Salomon Smith Barney Holdings Inc.)
30	28-541	Citigroup Global Markets Inc. (f/k/a Salomon Smith Barney Inc.)
31	28-10381	Associates First Capital Corporation
32	28-5476	Smith Barney Corporate Trust Company
33	28-4024	Smith Barney Fund Management LLC
34	28-4686	The Travelers Indemnity Company
35*	28-1299	The Travelers Insurance Company
36	28-2551	The Travelers Investment Management Company
37	28-3308	Travelers Asset Management International Company LLC
38	28-5774	Travelers Insurance Group Holdings Inc.
39	28-4152	Travelers Property Casualty Corp.
40*	28-6022	Tribeca Management LLC

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

CONFIDENTIAL TREATMENT REQUESTED

CITIGROUP INC.
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
FORM 13F AS OF 09/30/03

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TITLE OF CLASS (2)	NAME OF ISSUER (1)	CUSIP (3)	FAIR MARKET VALUE (000) (4)	SHARES OR PRINCIPAL AMOUNT (5)	INVESTMENT DISCRETION (6)	MANAGERS (7)			VOTING AUTHORITY (8)			
						(A)	(B)	(C)	(A)	(B)	(C)	
COR	ABGENIX INC CV-BK/ENTRY	00339BAB30B0	13,668	15,250,000	X				1,17,35,40			15,250,000
COR	ATWEL CORP CV	049513AE40B0	16,258	41,030,000	X				1,17,35,40			41,030,000
COR	CELL THERAPEUTIC INC CONV	150934AD90B0	8,153	6,000,000	X				1,17,35,40			6,000,000
EQU	COMCAST HOLDINGS CORP 2%	200300507000	13,218	389,900	X				1,17,35,40			389,900
COR	CONEXANT SYS INC SR SUB NT CV	207142AB60B0	5,833	5,975,000	X				1,17,35,40			5,975,000
COR	COSTCO COMPANIES INC - SUB NTS	22160QAC60B0	3,694	5,000,000	X				1,17,35,40			5,000,000
COR	CURAGEN CORP CONV	2312GRAC50B0	8,122	10,105,000	X				1,17,35,40			10,105,000
COR	EL PASO CORP DEBS	28336LAC30B0	10,077	23,300,000	X				1,17,35,40			23,300,000
COR	ELAN FINANCE CORP LTD LIQUID	284129AC70B0	7,110	12,000,000	X				1,17,35,40			12,000,000
COR	FINLSTAR CORP CONV	31787AAC50B0	6,486	7,970,000	X				1,17,35,40			7,970,000
EQU	FORD MOTOR COMPANY CAPITAL TR	345395206000	59,792	1,350,000	X				1,17,35,40			1,350,000
EQU	GENERAL MOTORS CORP CV SR	370442717000	44,730	1,667,800	X				1,17,35,40			1,667,800
EQU	GENERAL MOTORS 5.25% SER B	370442733000	12,588	547,800	X				1,17,35,40			547,800
COR	HEXCEL CORP CV S/D -REG-	428290AA80R0	1,518	2,000,000	X				1,17,35,40			2,000,000
COR	IMCLONE SYS INC CV	45245WAD10B0	3,940	4,000,000	X				1,17,35,40			4,000,000
COR	LEVEL 3 COMMUNICATIONS INC	52729NBA70B0	3,890	4,000,000	X				1,17,35,40			4,000,000
COR	LIBERTY MEDIA CONV	530715AG60B0	4,005	6,000,000	X				1,17,35,40			6,000,000
COR	MEDAREX INC CV	583916AA90B0	1,650	2,000,000	X				1,17,35,40			2,000,000
COR	OSI PHARMACEUTICALS INC CV	671040AB90B0	22,841	23,700,000	X				1,17,35,40			23,700,000
COR	REGENERON PHARMACEUTICAL CV	75886FAB30B0	17,505	18,000,000	X				1,17,35,40			18,000,000
COR	SANMINA CORP CONV	800907AD90R0	247	500,000	X				1,17,35,40			500,000
COR	SEPRACOR INC CONV	817315AQ70B0	469	500,000	X				1,17,35,40			500,000
COR	SIRIUS SATELLITE RADIO INC CV	82966UAA10B0	4,568	3,000,000	X				1,17,35,40			3,000,000
COR	*** STMICROELECTRON NV CONV	861012AB80B1	9,668	10,713,000	X				1,17,35,40			10,713,000
COR	SYMANTEC CORP CONV	871503AB40B0	9,850	5,000,000	X				1,17,35,40			5,000,000
COR	*** TYCO INTL GROUP SA CV SR	902118BE70B1	39,813	35,000,000	X				1,17,35,40			35,000,000
COR	*** TYCO INTL GROUP SA CV SR	902118BG20B1	11,375	10,000,000	X				1,17,35,40			10,000,000
COR	VECTOR GROUP LTD CONV	92240MAC20B0	10,868	12,600,000	X				1,17,35,40			12,600,000
COR	VIMPELCOM CONV	927185AA60B0	5,279	3,105,000	X				1,17,35,40			3,105,000

TOTAL MARKET VALUE FOR THIS PAGE

357,215

TOTAL

357,215