



ERISA/PUBLIC DISCLOSURE

July 1, 2011

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**BY CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

U.S. Department of Labor
Employee Benefits Security Administration
Top Hat Plan Exemption
200 Constitution Avenue, N.W., N-1513
Washington, D.C. 20210

Re: Citigroup and CGMI Top Hat Plans

Dear Sir or Madam:

Citigroup Inc. ("Citigroup") hereby submits the following information with respect to the plan referenced below pursuant to Department of Labor Regulations section 2520.104-23.

Name of Employer: Citigroup Inc.

Address of Employer: 75 Holly Hill Lane
Greenwich CT 06830-6098

Employer Identification Number: 52-1568099

Number of Plans of Deferred Compensation and Number of Employees: Citigroup maintains the following plan covering the approximate number of employees shown as follows:

<u>Plan Name</u>	<u>Covered Employees</u>
European American Bank Management Incentive Plan Bonus Deferral Program	3

Program

Citigroup does not maintain any other Top Hat Plans other than Plans for which a Top Hat Plan reporting exemption request has been filed in accordance with DOL Regulation Section 2520.104-23.

Citigroup Global Markets Inc. ("CGMI"), a wholly-owned subsidiary of Citigroup, hereby submits the following information with respect to the plans referenced below pursuant to Department of Labor Regulations section 2520.104-23.

Name of Employer: Citigroup Global Markets Inc.

Address of Employer: 388 Greenwich Street, 22nd Floor

New York, NY 10013

Employer Identification Number: 11-2418191

Number of Plans of Deferred Compensation and Number of Employees: CGMI maintained the following twelve plans covering the number of employees shown as follows:

<u>Plan Name</u>	<u>Covered Employees</u>
1984 Smith Barney Senior Supplemental Retirement Income Plan	0
Asset Gathering Bonus Plan	0
Directors' Council Milestone Bonus Plan	0
Recognition/Incentive Award Plan	0
Executive Deferred Compensation Plan	0
1992 Executive Deferred Compensation Plan	0
1992 Amended Executive Deferred Compensation Plan	0
Branch Manager Deferred Compensation Plan	0
Financial Consultant Deferred Compensation Plan	0
Hutton Partnership Award Plan	0
Voluntary Deferred Compensation Plan	0
SB Private Client Group Deferred Compensation Plan	0

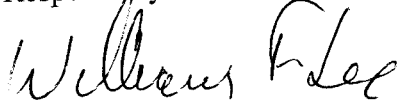
CGMI does not maintain any other Top Hat Plans other than Plans for which a Top Hat Plan reporting exemption request has been filed in accordance with DOL Regulation Section 2520.104-23.

Declaration: Each Citigroup or CGMI plan referenced above is or was maintained primarily for the purpose of providing deferred compensation to a select group of management and highly compensated employees.

Citigroup and CGMI will provide copies of the plan documents to the Department of Labor upon request.

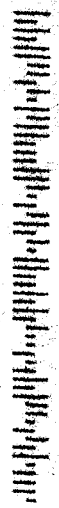
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Respectfully submitted,

A handwritten signature in cursive script that reads "William F. Lee". The signature is written in black ink and is positioned above the printed name and title.

William F. Lee
Associate General Counsel
Citigroup Inc. Corporate Law Department

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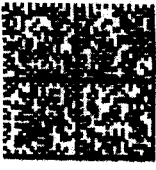


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Court Square, 9th Floor
Island City, NY 11120



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