

13F-CUN P 11/14/01
NON-PUBLIC

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



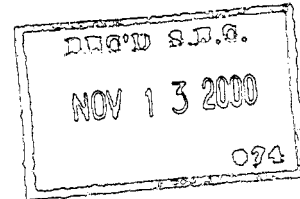
Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2000

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: 153 East 53rd Street
New York, New York 10043

CONFIDENTIAL TREATMENT EXPIRED

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) 793-7167

PROCESSED

JAN 23 2004

**THOMSON
FINANCIAL**

Signature, Place, and Date of Signing:

J.B. Wollard

/s/ Joseph B. Wollard

New York, New York

November 1, 2000

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
September 30, 2000

Report Summary:

Number of Other Included Managers: 5
Form 13F Information Table Entry Total: 79
Form 13F Information Table Value Total: \$906,351,000

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.

<u>No.</u>	<u>Form 13F File Number</u>	<u>Name</u>
1	28-3072	399 Venture Partners, Inc.
2	28-1876	Associated Madison Companies, Inc.
3	28-5339	Citibank International PLC
4	28-5341	Citibank Investments Limited
5	28-749	Citibank, N.A.
6	28-5347	Citibank Overseas Investment Corporation
7	28-1833	Citibank (Switzerland)
8	28-45	Citicorp
9	28-7574	Citicorp Banking Corporation
10	28-1777	Citicorp Trust, N.A. (California)
11	28-7572	Citicorp Trust, N.A. (Florida)
12	28-1090	Citicorp Venture Capital, Ltd.
13	28-5343	Citigroup Holdings Company
14	28-4024	SSB Citi Fund Management LLC
15	28-5154	PFS Services, Inc.
16	28-4684	Plaza LLC (formerly The Plaza Corporation)
17	28-4442	The Robinson-Humphrey Company, LLC
18	28-2568	Salomon Brothers Asset Management Inc.
19	28-7570	Salomon Brothers Europe Limited
20	28-1114	Salomon Brothers Holding Company Inc.
21	28-7568	Salomon Brothers International Limited
22	28-7566	Salomon International LLC
23	28-1109	Salomon Smith Barney Holdings Inc.
24	28-541	Salomon Smith Barney Inc.
25	28-3197	SAMBA Capital Management International Limited
26	28-7564	Saudi American Bank
27	28-5476	Smith Barney Corporate Trust Company
28	28-3308	Travelers Asset Management International Company LLC (formerly Travelers Asset Management International Corporation)
29	28-5774	Travelers Property Casualty Corp.
30	28-4686	The Travelers Indemnity Company
31	28-1299	The Travelers Insurance Company
32	28-4152	Travelers Insurance Group Inc.
33	28-2551	The Travelers Investment Management Company
34	28-6022	Tribeca Management, L.L.C.

* 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 09/30/00

NAME OF ISSUER (1)	TITLE OF CLASS (2)	CUSIP (3)	FAIR MARKET SHARES OR		INVESTMENT			MANAGERS (7)	SOLE (A)	VOTING AUTHORITY SHARED (8)	NONE (C)
			VALUE (000) (4)	PRINCIPAL AMOUNT (5)	DISCRETION SOLE SHARED (6)	(A) (B) (C)					
STRATEGY: RISK ARBITRAGE (CONFIDENTIAL TREATMENT REQUESTED UNTIL 03/31/01)											
*** RTS ELAN CORP PLC	EQU	G29539148001	402	429,100	X		2,15,31,32,34				429,100
AXA FINL INC	EQU	002451102000	7,791	150,000	X		2,15,31,32,34				150,000
AXENT TECHNOLOGIES INC	EQU	05459C108000	2,313	113,500	X		2,15,31,32,34				113,500
CATALYTICA INC	EQU	148865106000	704	55,500	X		2,15,31,32,34				55,500
COBALT NETWORKS INC	EQU	19074R101000	11,125	200,000	X		2,15,31,32,34				200,000
DURA PHARMACEUTICALS INC	EQU	26632S109000	7,650	200,000	X		2,15,31,32,34				200,000
FLORIDA PROGRESS CORP	EQU	341109106000	17,164	325,000	X		2,15,31,32,34				325,000
FORCENERGY INC	EQU	345206205000	7,650	300,000	X		2,15,31,32,34				300,000
FORT JAMES CORP	EQU	347471104000	2,292	75,000	X		2,15,31,32,34				75,000
GELTEJ PHARMACEUTICALS INC	EQU	368538104000	9,200	200,000	X		2,15,31,32,34				200,000
GEORGIA PAC CORP COM TIMBER	EQU	373298702000	8,516	317,600	X		2,15,31,32,34				317,600
HERTZ CORP CL A	EQU	428040109000	1,594	50,000	X		2,15,31,32,34				50,000
INFINITY BROADCASTING CORP NEW	EQU	45662S102000	4,800	150,000	X		2,15,31,32,34				150,000
INTERMEDIA COMMUNICATION INC	EQU	458601107000	1,447	50,000	X		2,15,31,32,34				50,000
IPALCO ENTERPRISES INC	EQU	462613100000	5,781	250,000	X		2,15,31,32,34				250,000
KEEBLER FOODS CO	EQU	487256109000	2,050	50,000	X		2,15,31,32,34				50,000
LG&E ENERGY CORP	EQU	501917108000	2,423	99,400	X		2,15,31,32,34				99,400
LILLY INDUSTRIES INC CL A	EQU	532491107000	5,888	200,000	X		2,15,31,32,34				200,000
MASCOTEC INC	EQU	574670105000	4,931	300,000	X		2,15,31,32,34				300,000
NEWGEN RESULTS CORP	EQU	651359101000	2,250	150,000	X		2,15,31,32,34				150,000
PAINE WEBBER GROUP INC	EQU	695629105000	13,950	200,000	X		2,15,31,32,34				200,000
PROFESSIONAL GROUP INC (NEW)	EQU	742954100000	558	25,000	X		2,15,31,32,34				25,000
SDL INC	EQU	784076101000	2,051	7,000	X		2,15,31,32,34				7,000
SEAGATE TECHNOLOGY INC DE	EQU	811804103000	16,711	245,300	X		2,15,31,32,34				245,300
*** SEAGRAM CO LTD	EQU	811850106001	5,856	100,000	X		2,15,31,32,34				100,000
SHAW INDUSTRIES INC	EQU	820286102000	1,171	63,100	X		2,15,31,32,34				63,100
SOFTWARE.COM INC	EQU	83402P104000	10,820	61,500	X		2,15,31,32,34				61,500

TOTAL MARKET VALUE FOR THIS PAGE "

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 SOLE SHARED (6) (A) (B) (C)	MANAGERS (7)	SOLE (A)	VOTING AUTHORITY SHARED (8) (B)	NONE (C)
STRATEGY: RISK ARBITRAGE									
(CONFIDENTIAL TREATMENT REQUESTED UNTIL 09/30/01)									
CHRIS CRAFT INDUSTRIES INC	EQU	170520100000	6,150	75,000	X	2,15,31,32,34			75,000
GPU INC	EQU	36225X100000	4,086	125,000	X	2,15,31,32,34			125,000
VOICESTREAM WIRELESS CORP	EQU	928615103000	10,530	90,000	X	2,15,31,32,34			90,000
TOTAL MARKET VALUE FOR THIS PAGE				20,766					

CONFIDENTIAL TREATMENT REQUESTED

 CITIGROUP INC.
 UNITED STATES
 SECURITIES AND EXCHANGE COMMISSION
 FORM 13F AS OF 09/30/00

NAME OF ISSUER (1)	TITLE OF CLASS (2)	CUSIP (3)	FAIR MARKET SHARES OR		INVESTMENT DISCRETION SOLE SHARED (6)	MANAGERS (7)	SOLE (A)	VOTING AUTHORITY SHARED (8)		NONE (C)
			VALUE (000) (4)	PRINCIPAL AMOUNT (5)				(B)	(B)	
STRATEGY: LONG-TERM ARBITRAGE & CONVERGENCE										
*** GLOBAL CROSSING CONV PFD	EQ	G3921A126001	17,829	213,200	X	2,15,31,32,34				213,200
*** GLOBAL CROSSING LTD 6.75%	EQ	G3921A134001	27,557	115,000	X	2,15,31,32,34				115,000
*** LORAL SPACE & COMHNS 6%	EQ	G56462149001	18,574	755,000	X	2,15,31,32,34				755,000
APP FIN VI MAURITIUS LTD	COR	00202NAA3080	1,180	8,000,000	X	2,15,31,32,34				8,000,000
AFFYMETRIX INC CONV	COR	00826TAB4080	29,869	31,400,000	X	2,15,31,32,34				31,400,000
AKAMAI TECHNOLOGIES INC	COR	00971TAA9080	20,893	30,500,000	X	2,15,31,32,34				30,500,000
ALKERMES INC CONV BOND	COR	01642TAB4080	5,101	7,000,000	X	2,15,31,32,34				7,000,000
ALLIED RISER COMMUNICATIONS	COR	019496AA6080	4,360	8,000,000	X	2,15,31,32,34				8,000,000
AMERITRADE HLD INC 5.34% CONV	COR	03072HAB5080	5,680	8,000,000	X	2,15,31,32,34				8,000,000
AMF BOWLING INC CV DEBS	COR	03113VAB5080	1,205	80,350,000	X	2,15,31,32,34				80,350,000
CV THERAPEUTICS	COR	126667AA2080	34,833	25,495,000	X	2,15,31,32,34				25,495,000
*** CELESTICA INC CONV NOTES	COR	15101QAA6081	2,830	5,731,000	X	2,15,31,32,34				5,731,000
CITRIX SYSTEMS INC SUB DEB	COR	177376AB6080	18,315	50,700,000	X	2,15,31,32,34				50,700,000
COR THERAPEUTICS INCCV	COR	217753AC6080	8,838	5,000,000	X	2,15,31,32,34				5,000,000
CURAGEN CORP CONV	COR	23126RAA9080	27,812	29,825,000	X	2,15,31,32,34				29,825,000
CYPRESS SEMICONDUCTOR CONV	COR	232806AF6080	9,500	10,000,000	X	2,15,31,32,34				10,000,000
DIAMOND OFFSHORE DRILLING INC	COR	25271CAB8080	2,010	4,000,000	X	2,15,31,32,34				4,000,000
DOUBLECLICK INC CV SUB NOTES	COR	258609AC0080	18,057	19,600,000	X	2,15,31,32,34				19,600,000
E TRADE GROUP	COR	269246AA2080	17,969	20,190,000	X	2,15,31,32,34				20,190,000
E TRADE GROUP	COR	269246AB0080	39,881	44,810,000	X	2,15,31,32,34				44,810,000
EMCOR GROUP INC CV SUB NOTES	COR	29084QAC4080	3,045	3,000,000	X	2,15,31,32,34				3,000,000
GENERAL SEMICONDUCTOR INC CV	COR	370787AB9080	12,491	13,080,000	X	2,15,31,32,34				13,080,000
HUMAN GENOME CONV	COR	444903AF5080	24,568	15,500,000	X	2,15,31,32,34				15,500,000
HUMAN GENOME SCIENCES SUB	COR	444903AH1080	4,675	5,000,000	X	2,15,31,32,34				5,000,000
INHALE THERAPEUTICS CONV	COR	457191AD6080	26,822	18,450,000	X	2,15,31,32,34				18,450,000
INHALE THERAPEUTICS 5.0 '07	COR	457191AF1000	6,335	4,000,000	X	2,15,31,32,34				4,000,000
INTERLIANT INC CONV	COR	457942AA1080	3,969	9,740,000	X	2,15,31,32,34				9,740,000
INTL RECTIFIER CONV	COR	460254AD7080	21,591	24,500,000	X	2,15,31,32,34				24,500,000
INVITROGEN CORP CONV	COR	46185RAA8080	1,010	1,000,000	X	2,15,31,32,34				1,000,000
NATIONAL AUSTRALIA BK LTD	EQ	632525309000	7,479	295,500	X	2,15,31,32,34				295,500
NETWORK PLUS CONV PFD 7.50%	EQ	64122D605000	850	50,000	X	2,15,31,32,34				50,000
PERKINELMER INC CONV	COR	714066AA7080	48,388	70,000,000	X	2,15,31,32,34				70,000,000
QUANTUM CORP DEL CV	COR	747906AC9080	1,994	2,500,000	X	2,15,31,32,34				2,500,000
RF MICRO DEVICES INC CONV	COR	749941AA8080	8,044	9,000,000	X	2,15,31,32,34				9,000,000
REDBACK NETWORKS INC CV	COR	757209AA9080	30,032	28,500,000	X	2,15,31,32,34				28,500,000
REDBACK NETWORKS INC CV	COR	757209AB7080	10,011	9,500,000	X	2,15,31,32,34				9,500,000
SANMINA CORP CV ZERO CPN	COR	800907AC1080	33,800	80,000,000	X	2,15,31,32,34				80,000,000
SEMTECH CORP CONV -REG-	COR	816850AD3080	30,875	26,000,000	X	2,15,31,32,34				26,000,000
SEPRACOR INC CONV	COR	817315AL8080	51,363	35,000,000	X	2,15,31,32,34				35,000,000
SOLETRON CORP CONV	COR	834182AK3080	11,267	16,943,000	X	2,15,31,32,34				16,943,000

CITIGROUP INC.
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
FORM 13F AS OF 09/30/00

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 SOLE SHARED (A) (B) (C) (6)		MANAGERS (7)	SOLE (A) (B)		VOTING AUTHORITY SHARED (8) (B)		NONE (C)
TERAYON COMMUNICATIONS SYSTEMS	COR	880775AA9080	15,594	25,000,000		X		2,15,31,32,34					25,000,000
TRANSWITCH CORP CV-RULE 144A	COR	894065AA9080	8,838	7,200,000		X		2,15,31,32,34					7,200,000
TRIQUINT SEMICON CONV SUB NTS	COR	89674KAA10B0	6,243	8,095,000		X		2,15,31,32,34					8,095,000
TRIQUINT SEMICON CONV SUB NTS	COR	89674KAB9080	12,656	16,410,000		X		2,15,31,32,34					16,410,000
USTINTERNETWORKING INV CV SUB	COR	917311AH5080	16,975	28,000,000		X		2,15,31,32,34					28,000,000
VENTRO CORP CV	COR	922815AA3080	5,461	18,750,000		X		2,15,31,32,34					18,750,000
VIMPELCON CONV	COR	927185AA6080	7,400	8,000,000		X		2,15,31,32,34					8,000,000
VITESSE SEMICONDUCTOR CONV	COR	928497AA4080	4,025	4,000,000		X		2,15,31,32,34					4,000,000
WESTERN DIGITAL CORP.	COR	958102AH8000	403	1,575,000		X		2,15,31,32,34					1,575,000

TOTAL MARKET VALUE FOR THIS PAGE

77,595

TOTAL

906,351