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5/15/01

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

NON PUBLIC

Form 13F

Form 13F COVER PAGE

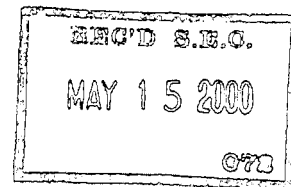


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Report for the Calendar Year or Quarter Ended: March 31, 2000

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

J. B. Wollard

CONFIDENTIAL

Signature, Place, and Date of Signing:

/s/ Joseph B. Wollard

New York, New York

May 1, 2000

PROCESSED

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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.

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 5
 Form 13F Information Table Entry Total: 53
 Form 13F Information Table Value Total: \$334,822,000

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	28-4680	American Odyssey Funds Management LLC (formerly American Odyssey Funds Management, Inc.)
3*	28-1876	Associated Madison Companies, Inc.
4		Citibank International PLC
5		Citibank Investments Limited
6	28-749	Citibank, N.A.
7		Citibank Overseas Investment Corporation
8	28-1833	Citibank (Switzerland)
9	28-45	Citicorp
10	28-7574	Citicorp Banking Corporation
11	28-1777	Citicorp Trust, N.A. (California)
12	28-7572	Citicorp Trust, N.A. (Florida)
13	28-1090	Citicorp Venture Capital Ltd.
14		Citigroup Holdings Company
15	28-4682	Copeland Holdings LLC (formerly The Copeland Companies)
16	28-4024	SSB Citi Fund Management LLC (formerly SSBC Fund Management Inc.)
17*	28-5154	PFS Services, Inc.
18	28-4684	The Plaza Corporation
19	28-4442	The Robinson-Humphrey Company, LLC
20	28-2568	Salomon Brothers Asset Management Inc.
21	28-7570	Salomon Brothers Europe Limited
22	28-1114	Salomon Brothers Holding Company Inc.
23	28-7568	Salomon Brothers International Limited
24	28-7566	Salomon International LLC (formerly Salomon International Limited)
25	28-1109	Salomon Smith Barney Holdings Inc.
26	28-541	Salomon Smith Barney Inc.
27	28-3197	SAMBA Capital Management International Limited
28	28-7564	Saudi American Bank
29	28-5476	Smith Barney Corporate Trust Company
30	28-3308	Travelers Asset Management International Corporation
31	28-5774	Travelers Property Casualty Corp.
32	28-4686	The Travelers Indemnity Company
33*	28-1299	The Travelers Insurance Company
34*	28-4152	The Travelers Insurance Group Inc.
35	28-2551	The Travelers Investment Management Company
36*	28-6022	Tribeca Management, LLC

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CONFIDENTIAL TREATMENT REQUESTED

CITIGROUP INC.
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
FORM 13F AS OF 03/31/00

NAME OF ISSUER (1)	TITLE OF CLASS (2)	CUSIP (3)	FAIR MARKET SHARES OR		INVESTMENT DISCRETION SOLE SHARED (6) (A) (B) (C)	MANAGERS (7)	SOLE (A)	VOTING AUTHORITY SHARED (8) (B)		NONE (C)
			VALUE (000) (4)	PRINCIPAL AMOUNT (5)						
STRATEGY: RISK ARBITRAGE										
CONFIDENTIAL TREATMENT REQUESTED UNTIL 03/31/01)										
	EQU	197648108000	2,418	40,000	X	3,17,33,34,36				40,000
	EQU	27637F100000	13,599	225,000	X	3,17,33,34,36				225,000
	EQU	341109106000	6,900	150,000	X	3,17,33,34,36				150,000
	EQU	743743106000	1,909	50,000	X	3,17,33,34,36				50,000
	EQU	887315109000	1,418	15,000	X	3,17,33,34,36				15,000

TOTAL MARKET VALUE FOR THIS PAGE

26,244

CONFIDENTIAL

CITIGROUP INC.
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
FORM 13F AS OF 03/31/00

CONFIDENTIAL TREATMENT REQUESTED

NAME OF ISSUER (1)	TITLE OF CLASS (2)	CUSIP (3)	FAIR MARKET SHARES OR		INVESTMENT DISCRETION SOLE SHARED (6) (A) (B) (C)	MANAGERS (7)	SOLE	VOTING AUTHORITY SHARED (8) (B)	NONE (C)
			VALUE (000) (4)	PRINCIPAL AMOUNT (5)					
STRATEGY: LONG-TERM ARBITRAGE & CONVERGENCE									
*** LORAL & SPACE COMHNS 6%	EQU	G56462149001	12,181	370,000	X	3,17,33,34,36			370,000
APP FIN VI MAURITIUS LTD	COR	00202NAA3080	3,990	21,000,000	X	3,17,33,34,36			21,000,000
AMERITRADE HLD INC 5.34% CONV	COR	03072HAB5080	6,590	8,000,000	X	3,17,33,34,36			8,000,000
AMF BOWLING INC CV DEBS	COR	03113VAB5080	2,913	80,350,000	X	3,17,33,34,36			80,350,000
CYMER INC CV STEP UP SUB NOTES	COR	232572AC1080	2,195	2,000,000	X	3,17,33,34,36			2,000,000
DIGITAL IS INC DEL	COR	25385NAA9080	4,471	6,800,000	X	3,17,33,34,36			6,800,000
EMCOR GROUP INC CV SUB NOTES	COR	29084QAC4080	2,779	3,000,000	X	3,17,33,34,36			3,000,000
ETOYS INCCV-BK/ENTRY	COR	297862AA2080	4,000	10,000,000	X	3,17,33,34,36			10,000,000
IBASIS INC CONV SUB NOTES	COR	450732AA0080	5,783	9,000,000	X	3,17,33,34,36			9,000,000
INTERLIANT INC CONV	COR	458742AA1080	3,893	6,000,000	X	3,17,33,34,36			6,000,000
INTERNET CAPITAL GROUP INC CV	COR	46059CAA4080	27,680	34,600,000	X	3,17,33,34,36			34,600,000
SEAGRAM LTD ADJ CONV RATE 7.50 EQU	EQU	811850205000	1,380	25,000	X	3,17,33,34,36			25,000
*** TELEFONOS DE MEXICO SA DE	COR	879403AD5081	28,919	19,474,000	X	3,17,33,34,36			19,474,000
WESTERN DIGITAL CORP CV S/D	COR	958102AF2080	975	5,000,000	X	3,17,33,34,36			5,000,000

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