

13FCONF 8/14/07

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



NON-PUBLIC

Form 13F

Form 13F COVER PAGE

CONFIDENTIAL

CONFIDENTIAL TREATMENT EXPIRED

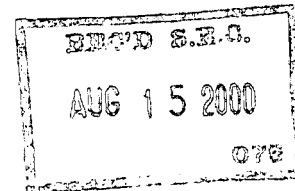
Report for the Calendar Year or Quarter Ended: June 30, 2000

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 53<sup>rd</sup> Street  
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) 793-7167

*J-B. Wollard*

Signature, Place, and Date of Signing:

/s/ Joseph B. Wollard New York, New York August 1, 2000

PROCESSED

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Report Type (Check only one.):

- ☒ 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: 74  
 Form 13F Information Table Value Total: \$728,959,000

**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	28-3072	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 (formerly SSBC Fund Management Inc.)
15*	28-5154	PFS Services, Inc.
16	28-4684	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 (formerly Salomon International Limited)
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 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.

**CITIGROUP INC.  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
FORM 13F AS OF 06/30/00**

**CONFIDENTIAL**

**CONFIDENTIAL TREATMENT REQUESTED**

STRATEGY: RISK ARBITRAGE (CONFIDENTIAL TREATMENT REQUESTED UNTIL 02/14/01)									
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)	MANAGERS (7)	SOLE (A)	SHARED (B)	VOTING AUTHORITY (8)
							(A)	(B)	(C)
ACTIVE SOFTWARE INC	EQ	00504E100000	12,732	159,900	X	2,15,31,32,34			159,900
APPNET INC	EQ	03831Q101000	5,460	154,900	X	2,15,31,32,34			154,900
BESTFOODS	EQ	08658U101000	13,863	200,000	X	2,15,31,32,34			200,000
BURR-BROWN CORP	EQ	122574106000	10,914	125,000	X	2,15,31,32,34			125,000
CTG RESOURCES INC	EQ	125957100000	4,125	110,000	X	2,15,31,32,34			110,000
COLUMBIA ENERGY GROUP	EQ	197648108000	3,986	60,000	X	2,15,31,32,34			60,000
COMSAT CORP SER 1	EQ	20564D107000	4,787	200,500	X	2,15,31,32,34			200,500
FASTERN ENTERPRISES	EQ	27637F100000	17,222	275,000	X	2,15,31,32,34			275,000
FIRST SECURITY CORP	EQ	336294103000	4,200	300,000	X	2,15,31,32,34			300,000
FLORIDA PROGRESS CORP	EQ	341109106000	14,456	300,000	X	2,15,31,32,34			300,000
GEON CO	EQ	37246W105000	689	37,000	X	2,15,31,32,34			37,000
GLIATECH INC	EQ	37929C103000	6,206	300,000	X	2,15,31,32,34			300,000
HAWCOURT GEN INC	EQ	41163G101000	1,383	25,000	X	2,15,31,32,34			25,000
HOMEGROCER.COM INC	EQ	43740K100000	113	18,600	X	2,15,31,32,34			18,600
INTERNATIONAL HOME FOODS INC	EQ	459655106000	6,356	300,000	X	2,15,31,32,34			300,000
I-JL BIO SYSTEMS INC	EQ	501873103000	2,897	150,000	X	2,15,31,32,34			150,000
LILLY INDUSTRIES INC CL A	EQ	532491107000	3,025	100,000	X	2,15,31,32,34			100,000
LYCOS INC	EQ	550818108000	2,666	50,000	X	2,15,31,32,34			50,000
MEN ENERGY GROUP INC	EQ	55267J100000	1,957	87,700	X	2,15,31,32,34			87,700
MALLINCKRODT INC NEW	EQ	561232109000	4,363	100,000	X	2,15,31,32,34			100,000
MEDICAL MANAGER CORP	EQ	58461U103000	5,658	165,500	X	2,15,31,32,34			165,500
NVEST L P UNIT LTD PARTNERSHIP	EQ	67065F107000	3,800	100,000	X	2,15,31,32,34			100,000
ONEMAIN.COM INC	EQ	68267P109000	1,156	104,500	X	2,15,31,32,34			104,500
PIONEER GROUP INC	EQ	723684106000	10,610	250,000	X	2,15,31,32,34			250,000
PROFESSIONAL GROUP INC (NEW)	EQ	742954100000	595	25,000	X	2,15,31,32,34			25,000
PROVIDENCE ENERGY CORP	EQ	743743106000	2,063	50,000	X	2,15,31,32,34			50,000
RELIASTAR FINL CORP	EQ	75952U103000	15,769	300,000	X	2,15,31,32,34			300,000
SANTA FE SNYDER CORP	EQ	80218K105000	5,907	500,000	X	2,15,31,32,34			500,000
SCHEIN PHARMACEUTICAL INC	EQ	8064416103000	7,547	350,000	X	2,15,31,32,34			350,000
SNYDER COMMUNICATIONS INC	EQ	832914105000	5,187	216,700	X	2,15,31,32,34			216,700
*** TELEGLOBE INC	EQ	87941V100001	2,543	120,000	X	2,15,31,32,34			120,000
TRITEL INC CL A	EQ	89675X104000	14,305	469,000	X	2,15,31,32,34			469,000
VERIO INC	EQ	923433106000	12,544	225,000	X	2,15,31,32,34			225,000
YOUNG & RUBICAM INC	EQ	987425105000	9,860	170,000	X	2,15,31,32,34			170,000

TOTAL MARKET VALUE FOR THIS PAGE

218,944

**CONFIDENTIAL**

CITICORP INC.  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
FORM 13F AS OF 06/30/00

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 (6)	MANAGERS (7)	SOLE (A)	VOTING AUTHORITY SHARED (B)	NONE (C)
					(A) (B) (C)				

STRATEGY: RISK ARBITRAGE  
(CONFIDENTIAL TREATMENT REQUESTED UNTIL 08/14/01)  
LGE ENERGY CORP EQU 501917108000  
NORTHEAST UTILITIES EQU 664397106000

2,386	99,400	X	2,15,31,32,34	99,400
548	25,000	X	2,15,31,32,34	25,000

TOTAL MARKET VALUE FOR THIS PAGE 2,934

CONFIDENTIAL

CITIGROUP INC.  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
FORM 13F AS OF 06/30/00

## CONFIDENTIAL TREATMENT REQUESTED

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)					
STRATEGY: LONG-TERM ARBITRAGE & CONVERGENCE									
(CONFIDENTIAL TREATMENT REQUESTED UNTIL 08/14/01)									
*** GLOBAL CROSSING CONV PFD	EQU	G3921A126001	20,703	265,000	X	2,15,31,32,34			265,000
*** GLOBAL CROSSING LTD 6.75%	EQU	G3921A134001	15,566	70,000	X	2,15,31,32,34			70,000
*** LORAL SPACE & CORPNS 6%	EQU	G56462149001	7,555	320,000	X	2,15,31,32,34			320,000
APP FIN VI MAURITIUS LTD	COR	00202NAA30B0	1,575	10,000,000	X	2,15,31,32,34			10,000,000
AETHER SYSTEMS CONV	COR	00808VAA30B0	39,094	37,500,000	X	2,15,31,32,34			37,500,000
ALEXION PHARMACEUTICALS CONV	COR	015351AA70B0	3,160	4,000,000	X	2,15,31,32,34			4,000,000
ALKERMES INC CONV BOND	COR	01642TAB40B0	8,425	10,000,000	X	2,15,31,32,34			10,000,000
AMERITRADE HLD INC 5.34% CONV	COR	03072HAB50B0	4,860	8,000,000	X	2,15,31,32,34			8,000,000
AMF BOWLING INC CV DEBS	COR	03113VAB50B0	2,009	80,350,000	X	2,15,31,32,34			80,350,000
CV THERAPEUTICS	COR	126667AA20B0	35,947	29,495,000	X	2,15,31,32,34			29,495,000
CHECKFREE HLDGS CORP CNV SUB	COR	162816AA00B0	15,560	16,000,000	X	2,15,31,32,34			16,000,000
CIRRUS LOGIC INC CV SUB NOTES	COR	172755AC40B0	4,042	4,600,000	X	2,15,31,32,34			4,600,000
CITRIX SYSTEMS INC SUB DEB	COR	177376AB60B0	11,456	32,500,000	X	2,15,31,32,34			32,500,000
COR THERAPEUTICS INCCV	COR	217753AC60B0	6,950	5,000,000	X	2,15,31,32,34			5,000,000
CRITICAL PATH INCCV	COR	22674VAA80B0	6,920	8,300,000	X	2,15,31,32,34			8,300,000
CURACEN CORP CONV	COR	23126RAA90B0	15,723	20,825,000	X	2,15,31,32,34			20,825,000
DIAMOND OFFSHORE DRILLING INC	COR	25271CAB80B0	1,860	4,000,000	X	2,15,31,32,34			4,000,000
DOUBLECLICK INC CV SUB NOTES	COR	258609AC00B0	27,091	24,600,000	X	2,15,31,32,34			24,600,000
E TRADE GROUP	COR	269246AA20B0	31,583	35,190,000	X	2,15,31,32,34			35,190,000
EMCOR GROUP INC CV SUB NOTES	COR	29084QAC40B0	2,936	3,000,000	X	2,15,31,32,34			3,000,000
GENERAL SEMICONDUCTOR INC CV	COR	370787AB90B0	11,475	10,000,000	X	2,15,31,32,34			10,000,000
GETTY IMAGES INC CONV	COR	374276AD50B0	2,449	3,000,000	X	2,15,31,32,34			3,000,000
IMCONE SYS INC CV	COR	45245WAA70B0	9,706	11,124,000	X	2,15,31,32,34			11,124,000
INCYTE PHARMACEUTICALS	COR	45337CAA00B0	9,033	10,550,000	X	2,15,31,32,34			10,550,000
INHALE THERAPEUTICS CONV	COR	457191AD60B0	32,977	23,450,000	X	2,15,31,32,34			23,450,000
INTERLIANT INC CONV	COR	458742AA10B0	5,990	9,740,000	X	2,15,31,32,34			9,740,000
12 TECHNOLOGIES INC CONV	COR	465754AF60B0	4,560	3,000,000	X	2,15,31,32,34			3,000,000
MILLENNIUM PHARM CNV BD	COR	599902AA10B0	20,031	12,500,000	X	2,15,31,32,34			12,500,000
MILLENNIUM PHARMACEUTICA CNV	COR	599902AB90B0	2,404	1,500,000	X	2,15,31,32,34			1,500,000
NETWORK PLUS CONV PFD 7.50%	EQU	64122D605000	4,369	150,000	X	2,15,31,32,34			150,000
QUANTUM CORP DEL CV	COR	747906AC90B0	1,153	1,466,000	X	2,15,31,32,34			1,466,000
REDBACK NETWORKS INC CV	COR	757209AA90B0	48,720	43,500,000	X	2,15,31,32,34			43,500,000
SEMTECH CORP CONV	COR	816850AB70B0	10,888	10,000,000	X	2,15,31,32,34			10,000,000
SEPRACOR INC CONV SUB NOTES	COR	817315AJ30B0	22,688	15,000,000	X	2,15,31,32,34			15,000,000
TRIQUINT SEMICON CONV SUB NTS	COR	89674KAA10B0	28,492	30,595,000	X	2,15,31,32,34			30,595,000
TRIQUINT SEMICON CONV SUB NTS	COR	89674KAB90B0	13,419	14,410,000	X	2,15,31,32,34			14,410,000
USTINTERNETWORKING INV CV SUB	COR	917311AH50B0	8,108	6,000,000	X	2,15,31,32,34			6,000,000
VENTRO CORP CV	COR	922815AA30B0	7,604	19,750,000	X	2,15,31,32,34			19,750,000

TOTAL MARKET VALUE FOR THIS PAGE

507,081

TOTAL

728,959