



## Information Circular: Citigroup Funding Inc. Index-Linked Notes

---

**To:** Head Traders, Technical Contacts, Compliance Officers, Heads of ETF Trading, Structured Products Traders

**From:** BX Listing Qualifications Department

**DATE:** January 15, 2009

---

Index-Linked Notes	Symbol	CUSIP Number
Citigroup Funding Inc. Strategic Market Access Notes Based Upon the Citi U.S. Equity Model Index	CKK	17313G654

### Information on the Notes

Citigroup Funding Inc. (the "Issuer") has issued Strategic Market Access Notes ("Notes") based upon the Citi U.S. Equity Model Index (the "Index"). The Notes were priced at \$10 each and mature on May 25, 2011.

Beginning in September 2008 and on any trading day during the first five calendar days of each month, each of which are referred to as a Monthly Exchange Period, the holders of the Notes may exchange the Notes for the Net Investment Value of the Notes minus an administrative cost.

The Net Investment Value for any Monthly Exchange Period will be determined on the trading day following the last calendar day of such Monthly Exchange Period, which is referred to as the Exchange Valuation Date. The administrative fee will be 0.25% of the Net Investment Value. A minimum of 1,000 Notes must be redeemed at one time for the redemption request to be accepted.

The Initial Index Level is 196.26. The Ending Index Level will be the closing level of the Index on the current trading day.

The Index Return Percentage will be computed as follows:

$$\frac{\text{Ending Index Level}}{\text{Initial Index Level}}$$

The Net Investment Value was \$9.725 on the Pricing Date. Thereafter, for each \$10 Note, NIV will be \$9.725 x Index Return Percentage.

While there are no ongoing fees charged on the Notes, the Index will be subject to an Index Adjustment Factor of 1% per annum.

Please see the prospectus for the Notes for more details regarding the calculations.

It is expected that the market value of the Notes will depend substantially on the value of the Index and may be affected by a number of other interrelated factors including, among other things: the general level of interest rates, the volatility of the Index, the time remaining to maturity, the dividend yield of the stocks comprising the Index, and the credit ratings of the Issuer.

Trading in the Notes on BX is on a UTP basis and is subject to BX equity trading rules. The Notes will trade from 8:00 a.m. until 7:00 p.m. Eastern Time. Additional risks may exist with respect to trading the Notes during BX's Pre-Market and Post-Market sessions, when the Index's value may not be disseminated.

Trading of the Notes on BX is subject to the provisions of BX Rule 2310. Members recommending transactions in the Notes to customers should make a determination that the recommendation is suitable for the customer. In addition, members must possess sufficient information to satisfy the "know your customer" obligation that is embedded in the BX Conduct Rules.

Members also should review NASD Notice to Members 03-71 for guidance on trading these products. The Notice reminds members of their obligations to: (1) conduct adequate due diligence to understand the features of the product; (2) perform a reasonable-basis suitability analysis; (3) perform customer-specific suitability analysis in connection with any recommended transactions; (4) provide a balanced disclosure of both the risks and rewards associated with the particular product, especially when selling to retail investors; (5) implement appropriate internal controls; and (6) train registered persons regarding the features, risk and suitability of these products.

**This Information Circular is not a statutory prospectus. BX members should consult the registration statement or prospectus for the Notes for additional information.**

---

Inquiries regarding this Information Circular should be directed to:

- [Will Slattery](#), BX Listing Qualifications, at 301.978.8088
- [BX Market Sales](#) at 800.846.0477