

STOCK EXCHANGE			
Regulatory Information Circular			
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Subject: Citigroup Funding Inc. ELKS

Information on the Notes

Citigroup Funding Inc. (the “Issuer”) has issued 11.5% Equity-Linked Securities (“ELKS”) based upon the common stock of NYSE Euronext (“NYSE”). The ELKS were priced at \$10 each and mature on March 5, 2009.

ELKS are equity-linked investments that offer current income as well as limited protection against the decline in the price NYSE common stock and are not principal protected. The ELKS will pay a semi-annual coupon of 11.5% per annum.

At maturity, investors will receive for each ELKS:

- i. 0.14789 shares of NYSE common stock, if NYSE stock trades at a price equal to or below \$43.95 from the pricing date up to and including the valuation date on March 2, 2009, or
- ii. \$10.00 per ELKS.

Investors in ELKS will not be entitled to any rights with respect to NYSE until such time as the Issuer shall deliver NYSE shares to investors in the ELKS, if applicable.

Since all payments which may be due to holders of ELKS are the sole responsibility of the Issuer, it is the credit of Citigroup Funding Inc., and not NYSE, which stands behind the ELKS.

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

The Trustee for the securities is The Bank of New York.

Trading in the shares on ISE is on a UTP basis and is subject to ISE equity trading rules. The shares will trade from 9:00 a.m. until 4:00 p.m. Eastern Time. Equity Electronic Access Members (“Equity EAMs”) trading the shares during the Pre-Market Session are exposed to the risk of the lack of the calculation or dissemination of underlying index

value or intraday indicative value ("IIV"). For certain derivative securities products, an updated underlying index value or IIV may not be calculated or publicly disseminated in the Pre-Market hours. Since the underlying index value and IIV are not calculated or widely disseminated during Pre-Market hours, an investor who is unable to calculate implied values for certain derivative securities products during Pre-Market hours may be at a disadvantage to market professionals.

Equity EAMs 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 Regulatory Information Circular is not a statutory Prospectus. Equity EAMs should consult the Trust's Registration Statement, SAI, Prospectus and the Fund's website for relevant information.

Appendix A
Exchange-Traded Fund Symbol CUSIP Number

Ticker	Fund Name	CUSIP Number
EKJ	Citigroup Funding Inc. 11.5% Equity- Linked Securities Based Upon the Common Stock of NYSE Euronext	17311G144