



Information Circular: Citigroup Funding Inc. Safety First Trust Series 2007-3

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

From: William Slattery, Director, PHLX Listing Qualifications Department

Index-Linked Notes	Symbol	CUSIP Number
Safety First Trust Principal-Protected Certificates Linked to a Global Index Basket	AKE	786477208

Information on the Notes

Citigroup Funding Inc. (the "Issuer") has issued Safety First Trust Series 2007-3 Principal-Protected Certificates ("Certificates") linked to a Global Index Basket ("Index Basket"). The Index Basket includes the Dow Jones Industrial Average, the Dow Jones EURO STOXX 50 Index, The Nikkei 225 Index, and the S&P BRIC 40 Index. The Certificates were priced at \$10.00 per security and mature on July 11, 2012.

At maturity for each Certificate, investors will receive the sum of:

- (i) \$10.00; plus
- (ii) A Supplemental Distribution Amount.

The Supplemental Distribution Amount will be calculated as follows:

- i) If the Final Index Basket Level is greater than the Starting Index Basket Level, the Supplemental Distribution Amount will equal \$10 times the Index Basket Return Percentage; or
- ii) If the Final Index Basket Level is less than the Starting Index Basket Level, the Supplemental Distribution Amount will be zero.

The Index Basket Return Percentage will be calculated as follows:

$$\frac{\text{Final Index Basket Level} - \text{Starting Index Basket Level}}{\text{Starting Index Basket Level}}$$

The Starting Basket Level is 100.00.

The Certificates are guaranteed by the creditworthiness of the Issuer and will be issued in book-entry form. The market value of the Certificates will depend substantially on the value of the underlying Index Basket. Other factors that will likely affect the trading value of the Certificates are changes in interest rates, volatility of the indices, time remaining to maturity, and the credit rating of the Issuer.

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

Trading in the Notes on PHLX's PSX system is on a UTP basis and is subject to PHLX rules. The Notes will trade on PSX from 9:00 a.m. until 5:00 p.m. Eastern Time. For trading during PSX's Pre-Market and Post-Market Sessions, market participants should note that additional risks may exist with respect to trading the Notes during these sessions, when the underlying index's value or similar value may not be disseminated.

PHLX will halt trading in the Notes in accordance with PHLX Rule 3100. The grounds for a halt under these rules include a halt by the primary market because the value of the underlying index or a similar value is not being disseminated as required, or a halt for other regulatory reasons. In addition, PHLX will also stop trading the Shares Notes if the primary market de-lists the Notes.

Members and member organizations recommending transactions in the Notes to customers should make a determination that the securities are suitable for the customer, as provided by PHLX Rule 763.

PSX members and member organizations also should review NASD Notice to Members 03-71 for guidance on trading these products. The Notice reminds broker-dealers 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. PHLX members and member organizations should consult the registration statement or prospectus for the Certificates for additional information.

Inquiries regarding this Information Circular should be directed to:

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