



STOCK EXCHANGE			
Regulatory Information Circular			
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Subject: Citigroup Funding Inc. Index-Linked Notes

Information on the Notes

Citigroup Funding Inc. (the “Issuer”) has issued Stock Market Upturn Notes (“Notes”) based on the performance of the S&P 500 Index (the “Index”). The Notes were priced at \$10 each and mature on October 6, 2009.

At Maturity, for each \$10.00 Note, investors will receive:

1. If the Equity Return Percentage is positive, the product of (i) \$10, (ii) the Equity Return Percentage and (iii) the Upside Participation Rate provided that the payment at maturity, including principal, does not exceed \$12.00 (or a maximum of 20%) per each Note; or
2. If the Equity Return Percentage is zero or negative, the product of \$10 and the Equity Return Percentage.

The Equity Return Percentage will be computed as follows:

$$\frac{\text{Final Equity Level} - \text{Initial Equity Level}}{\text{Initial Equity Level}}$$

The Initial Equity Level is 1,314.29. The Final Equity Level will be the closing level of the Index on the Valuation Date.

The Upside Participation Rate is 300%. The Valuation Date will be October 1, 2009.

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 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
	Citigroup Funding Inc. Stock Market	17313T706
SRU	Upturn Notes Based upon the Performance of the S&P 500 Index	