



Information Circular: Citigroup Funding Inc. Safety First Trust Series 2007-2 Principal-Protected Certificates

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

From: William Slattery, PHLX Listing Qualifications Department

| Principal Protected Certificates | Symbol | CUSIP Number |
|---|--------|--------------|
| Citigroup Funding Inc. Safety First Trust Series 2007-2 Principal-Protected Certificates Linked to the Nikkei 225 Index | AFO | 78647U207 |

Citigroup Funding Inc. ("Issuer") issued Safety First Trust Series 2007-2 Principal-Protected Certificates ("Certificates" or "Notes") linked to the Nikkei 225 Index ("Index"). The new securities were issued at \$10 each with a maturity date of March 23, 2011.

At maturity for each Certificate, investors will receive the sum of (i) \$10.00 plus (ii) a Supplemental Distribution Amount calculated as follows:

- i) If the Final Index Value is greater than the Initial Index Value, the Supplemental Distribution Amount will equal: $\$10.00 \times \text{Index Return Percentage}$
- ii) Otherwise the Supplemental Distribution Amount will equal zero.

The Index Return Percentage is calculated as follows:

$$\frac{\text{Final Index Value} - \text{Initial Index Value}}{\text{Initial Index Value}}$$

The Initial Index Value is 17,451.77.

The Certificates are a series of unsecured debt issued by Safety First Trust and will be issued in book-entry form. The Trustee for the securities is The Bank of New York. The market value of the Certificates will depend substantially on the value of the underlying Index. Other factors that will likely affect the trading value of the Certificates are changes in interest rates, volatility of the Index, time remaining to maturity, and the credit rating of the Issuer.

The Certificates are guaranteed by the creditworthiness of Citigroup Funding Inc. The Certificates will be quoted and trade as an equity issue in round lots of 100, and will trade "flat" without accrued interest.

Investing in the Certificates is not equivalent to investing in the Index or its component stocks.

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 product for additional information.

Inquiries regarding this Information Circular should be directed to:

- Will Slattery, PHLX Listing Qualifications, at 301.978.8088
- PSX Market Sales at 800.846.0477