

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 9% Equity Linked Securities (“ELKS”) based upon the common stock of Time Warner Inc. (“Time Warner”). The ELKS were priced at \$10 each and mature on March 6, 2009.

ELKS are equity-linked investments that offer current income as well as limited protection against the decline in the price of the common stock of Time Warner and are not principal protected. The ELKS will pay a semi-annual coupon of 9% per annum.

At maturity, investors will receive for each ELKS:

- i. 0.60350 shares of Time Warner common stock, if Time Warner stock trades at a price equal to or below \$11.60 from the pricing date up to and including the valuation date on March 3, 2009; or
- ii. \$10.00 per ELKS.

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

It is expected that the market value of the ELKS will depend substantially on the value of Time Warner and may be affected by a number of other interrelated factors including, among other things: the general level of interest rates, the volatility of Time Warner stock, the time remaining to maturity, the dividend yield of Time Warner 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
	Citigroup Funding Inc. 9% Equity	17311G136
EYW	Linked Securities Based Upon the Common Stock of Time Warner Inc.	