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MURRAY . Form 4 January 24,	JOSEPH MICHA 2018	EL										
FORM	14 _{UNITED}	STATES					GE CO	OMMISSION	OMB AF OMB	PROVAL 3235-0287		
Section 16. Form 4 or			Washington, D.C. 20549 DF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Number:3233-0287Expires:January 31, 2005Estimated average burden hours per response0.5			
obligatio may con <i>See</i> Instr 1(b).	ons Section 17	(a) of the	Public U	Itility Hol		bany .	Act of 1	Act of 1934, 1935 or Section	l			
(Print or Type	Responses)											
MURRAY JOSEPH MICHAEL Symb					d Ticker or T	rading		5. Relationship of Reporting Person(s) to Issuer				
			CITIGROUP INC [C] 3. Date of Earliest Transaction					(Check all applicable)				
(Mo				(Month/Day/Year) 01/22/2018				Director 10% Owner X_ Officer (give title Other (specify below) below) Head of Human Resources				
			(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
NEW YOR	K, NY 10022						Ī	Form filed by M Person	ore than One Rep	porting		
(City)	(State)	(Zip)	Tab	le I - Non-J	Derivative Se	ecuriti	ies Acqui	ired, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		n Date, if	Code	4. Securities oror Disposed (Instr. 3, 4 a Amount	of (D		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	01/22/2018			F	5,703.07 (1)	D	\$ 78.19	34,209.7	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour Numbe Shares
Performance Share Unit	(2) (3)	01/22/2018		А	10,608.95		(2)(3)	(2)(3)	Common Stock	10,60

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MURRAY JOSEPH MICHAEL CITIGROUP INC. CORP. LAW DEPARTMENT 153 EAST 53RD STREET, 19TH FLOOR NEW YORK, NY 10022			Head of Human Resources				
Signatures							
Joseph Michael Murray by Joseph B. Wollard, Attorney-in-Fact		01/2	24/2018				
**Signature of Reporting Person			Date				

**Signature of Reporting Person

Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of previously awarded stock.

On February 16, 2015 the Reporting Person received from the Issuer a target award of 11,155.57 Performance Share Units ("PSUs"), with the possibility to earn from 0% to 150% of the target award, based on (i) the Issuer's average return on assets over the three-year period

(2) ending on December 31, 2017 (the "Performance Period") and (2) the Issuer's total shareholder return relative to the total shareholder return of certain of its peer financial services companies during the Performance Period. Based on the adjustments described above, the Reporting Person is entitled to receive 10,608.95 PSUs.

(Continuation of Footnote 2) Each PSU is payable only in cash which is expected to be delivered on February 16, 2018. Each PSU is equivalent to the cash value of the average of the closing prices of one share of the Issuer's common stock for the period January 12, 2018

(3) through January 19, 2018, plus dividends declared on equivalent shares of the Issuer's common stock from December 31, 2014 through February 16, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.