

Your 2009 guide to health and welfare **benefits**

Annual enrollment for health and welfare benefits will begin November 10 and end November 21.

During this time you can enroll for coverage beginning January 1, 2009, or you can add or drop coverage in the following plans.

- Triple-S Medical Plan, which includes prescription drug coverage through CVS/Caremark;
- Triple-S Dental (Basic and Comprehensive) Plans; and
- Davis Vision Plan.

If you enroll in both the medical and dental plan you must choose the same coverage category for both plans and, if applicable, must cover the same dependents.

Other plans and programs to consider during annual enrollment:

Group Universal Life (GUL) insurance

- If your total compensation for benefits purposes for the 2009 plan year and thereafter increases above \$199,999.99 so that you become ineligible for company-paid Basic Life/Accidental Death and Dismemberment (AD&D) insurance, this constitutes a qualified change in status. As a result, during annual enrollment, you can elect GUL/AD&D of one times your total compensation not to exceed \$500,000 without providing evidence of good health (unless you previously elected the maximum coverage under GUL).
- To enroll in or change your GUL insurance level, you must contact MetLife, not the Benefits Service Center. MetLife manages enrollment and coverage changes. See the contact directory on page 8.

Limit your Basic Life insurance amount to \$50,000

If your Basic Life/AD&D coverage exceeds \$50,000, the amount of coverage that exceeds \$50,000 is a taxable benefit to you. To avoid the taxes, you can elect to limit your Basic Life insurance benefit to \$50,000. However, by doing so, you'll also forego the additional benefit.

If you later decide that you want the higher amount of Basic Life insurance coverage, you must wait until the next annual enrollment period to change your Basic Life election; otherwise, your coverage will remain at \$50,000 until you change it. Basic Life is a core benefit provided by Citi at no cost to employees with total compensation under \$200,000.

Long-Term Disability coverage: when you must enroll

Citi provides company-paid Long-Term Disability (LTD) coverage, equal to 60% of your total compensation, at no cost to you as long as your total compensation is less than or equal to \$50,000.99.

If your total compensation increased above \$50,000.99 for the 2009 plan year, you must enroll for LTD coverage during annual enrollment. Contributions will begin with your first pay period in 2009.

If you don't enroll in LTD coverage for 2009, you won't have LTD coverage.

Note: You can enroll in LTD coverage at any time. However, to enroll after the annual enrollment for 2009, you'll be asked to provide proof of good health before coverage can be approved. For certain qualified status changes, such as a divorce or the death of a dependent, you can enroll in LTD without having to provide proof of good health.

About annual enrollment

Approximately two weeks before enrollment begins, an enrollment kit will be mailed to your home address on Citi records.

You can prepare for enrollment by doing the following:

- Be sure your home address on Citi records is up to date. For instructions to view and update your address on Citi records, see page 7. Your address on Citi records as of October 9 will be used to mail your 2009 enrollment kit.
- Review this guide and, when it arrives at your home, your enrollment kit.
- Locate or request your PIN for the Citi Benefits Web Site. You can enroll on the Citi Benefits Web Site (instead of through Total Comp @ Citigroup) provided you have your PIN.

What's in your enrollment kit?

Your enrollment kit will consist of:

- A Personal Enrollment Worksheet, which lists the health and welfare plans and their costs and
- Health plan information sheets that summarize the features of the medical, dental, and vision care plans.

Be sure to review these materials — plus this guide — before you enroll. If you don't receive your materials at home, you can view your Personal Enrollment worksheet on the Citi Benefits Web Site beginning November 10.

Do I have to enroll?

No. Enrollment isn't mandatory. However, if you don't enroll for 2009 you'll have the default coverage shown on your Personal Enrollment Worksheet throughout 2009, unless you have a qualified change in status that permits a change in benefits.

Extended hours for customer service

You can speak with a Benefits Service Center representative from 8 a.m. to 10 p.m. Eastern time on weekdays from November 10 through November 21. However, you can enroll 24/7 on the Citi Benefits Web Site or by using the interactive voice response system.

Enrollment instructions

You can enroll online or by telephone 24/7. The instructions shown here also will be included on the Personal Enrollment Worksheet.

Online

Visit the Citi Benefits Web Site in either of two ways:

- Visit the Total Comp @ Citi Web site at www.totalcomponline.com, available from the Citi intranet and the Internet. Enter with the user ID and Single Sign-on password that you use for most other Citi applications. From the “Quick Links” page, click on the “Citi Benefits Web Site” or, from the Total Comp @ Citi home page, go to the blue “Annual Enrollment” box at the top of the page and click on the “Citi Benefits Web Site.” From the Citi Benefits Web Site home page, click on “Health and welfare.”
- Go directly to <https://mybenefits.csplans.com>. Enter your user name (or Social Security number if you’ve never designated a user name) and PIN. From the home page, choose the link for “Health and welfare.”

If you don’t have a PIN and you want to enroll directly on the Citi Benefits Web Site, obtain your PIN now. Visit <https://mybenefits.csplans.com>. From the welcome page, click on “Forgot your PIN?” A PIN will be mailed to your home address on file within two business days.

Reminder: If Web issues prevent you from enrolling online, you must call to enroll. Please try both means of accessing the Citi Benefits Web Site (through Total Comp @ Citi or directly) if one of the paths is unavailable.

By telephone

Call ConnectOne at 1-800-881-3938. From the ConnectOne main menu, choose the “health and welfare benefits” option and then follow the prompts for the Benefits Service Center. You can enroll 24/7 through the interactive voice response system and from 8 a.m. to 10 p.m. Eastern time on weekdays by speaking with a representative.

From outside Puerto Rico and the United States: Call the CES (Citi Employee Services) North America Service Center at 1-469-220-9600 and ask the agent to be transferred to the “health and welfare benefits” option. Agents are available from 8 a.m. to 8 p.m. ET.

If you use a TDD: Call the Telecommunications Relay Service at 1-866-280-2050 and then call ConnectOne as instructed above.

Call volumes are expected to be heavy throughout the 12-day enrollment period. *Don't wait until the last two days to speak with a representative or to enroll.*

Tip: Locate your GEID before you call the ConnectOne

When calling the Benefits Service Center during annual enrollment, you'll need to enter your GEID into the ConnectOne telephone system and provide it to the representative for authentication. If you don't know your GEID, you'll find it in the Global Directory or on your pay statement.

Coverage for your eligible dependents

Only dependents who meet the definition of an eligible dependent can be covered under the Citi benefit plans.

At any time Citi reserves the right to request proof of your dependent's age, relationship to you, and student status. *Providing false information about dependents can result in disciplinary action up to and including termination of employment.*

You must provide information about your dependents to the Benefits Service Center to enroll them in Citi coverage and have their claims paid. The following information is required: name, date of birth, Social Security number, relationship to you, and, as applicable, student status and disabled status. If you haven't already entered this information online or by telephone, you can do so when you enroll.

Please review the list of dependents at the bottom of your Personal Worksheet carefully. While your dependent might be listed on the worksheet, he or she must have a "Y" next to his/her name under the "coverage" column to be covered. If your dependent has an "N" next to his/her name and you want to cover him/her under your Citi benefits for 2008, you must:

- Call the Benefits Service Center to add that dependent to your coverage or
- Visit the Citi Benefits Web Site, and check "Y" under each plan for that dependent.

Certifying full-time students ages 19-25

To cover your child who's age 19 to 25 and a full-time student, you must certify your child's student status during annual enrollment online or by calling the Benefits Service Center. Otherwise your child won't have Citi coverage after December 31, 2008, and will be eligible for COBRA (Consolidated Omnibus Budget Reconciliation Act, as amended) coverage as of January 1, 2009.

Don't call Triple-S to certify the full-time student status of your children. You must certify your child who's a full-time student with the Benefits Service Center during annual enrollment. In 2009, if Triple S contacts you for additional information about your children who are full-time students, you can respond. However, your initial certification must be through the Benefits Service Center.

Domestic partner benefits

To enroll a domestic partner of the same or opposite sex in Citi coverage, you must complete the Domestic Partner Coverage Application package (Form 324); and mail the completed form to the Benefits Service Center. The form is available from the You @ Citigroup section of Citigroup.net at http://www.citigroup.net/human_resources/form.htm#benefits (intranet only).

If you enroll a domestic partner and his/her children who don't qualify under Section 152 of the Internal Revenue Code, the cost of their coverage will be considered taxable income. You'll see the taxable amount under "Non-cash payments" on your pay statement.

Changes to your benefits

The Triple-S Medical and Dental Plans, Caremark Prescription Plan, and Davis Vision Plan will be offered in 2009. These are the same plans available in 2008. However, please note the following updates to the benefits information in your 2008 Health and Welfare Summary Plan Description:

Basic Life insurance

Effective August 1, 2008, Basic Life insurance became a core benefit, provided at no cost to you, *if your total compensation is less than \$200,000*. If your total compensation for the 2009 plan year equals or exceeds \$200,000, making you ineligible for Basic Life/AD&D coverage, you're eligible to convert your Basic Life/AD&D, based on your benefit amount before you became ineligible, to an individual policy. You can convert your coverage without providing evidence of good health no later than January 31. You must contact MetLife.

In addition, you're eligible to enroll in GUL/AD&D coverage of one times your total compensation, not to exceed \$500,000 (unless you've previously elected the maximum benefit under GUL) without providing evidence of good health.

Benefits while on a disability leave of absence

- **Vision care:** Coverage will continue for 52 weeks, including the 13-week period of STD as long as you pay the active employee contributions. You may then continue coverage under COBRA.

Group Universal Life (GUL/Accidental Death and Dismemberment (AD&D)

insurance: GUL insurance will continue for 52 weeks, including the 13-week period of STD, as long as you pay the active employee contributions. If your employment is terminated as a result of a disability, and you continue GUL coverage, you'll pay the active employee rates during the time you're entitled to continue medical coverage under the Citi medical plan based on your disability (and years of service, see chart on page 37 of the SPD). When you're no longer eligible to continue medical coverage under the Citi medical plan, MetLife will increase your GUL rate. MetLife will bill you after the 13-week STD period.

Definition of total compensation for 2009

2009 total compensation for benefits purposes will be calculated using a variation of the following components:

1. Annual base pay as of 7/1/2008;
2. Commissions paid in the period 1/01/2007 – 12/31/2007;
3. Cash bonuses paid in the period 1/01/2007 – 12/31/2007 (excluding the annual discretionary incentive award for 2006);
4. 2007 annual discretionary incentive award (includes cash bonus, Core Capital Accumulation Program [CAP] Basic Award and Supplemental CAP Formulaic);
5. Guaranteed bonus effective in current year 2008; and
6. Short-Term Disability benefits paid in the period 1/1/2007 – 12/31/2007 for employees paid on commission.

Eligibility for retiree medical coverage

You could be eligible for retiree health care coverage if at the date your employment with Citigroup ends all the following apply:

- Your age plus completed years of service with Citi, as defined in the medical plans, totals at least 60;
- You've attained at least age 50 and have at least five years of Citi service; and
- You were eligible to participate in the Citi health plans immediately prior to your termination date.

HIPAA Certificate of Creditable coverage update

If you leave Citi and you've been covered under Citi health care benefits, you'll receive a Certificate of Creditable Coverage from ADP, Citi's COBRA administrator.

You can reduce or eliminate an exclusionary period of coverage for pre-existing conditions under your group health plan (if one exists) if you have creditable coverage from another plan.

You should be provided a Certificate of Creditable Coverage, free of charge, from your group health plan or health insurance issuer:

- When you lose coverage under the Citi plan;
- When you become entitled to elect COBRA continuation coverage;
- When your continuation coverage ceases, if you request it before losing coverage; or
- If you request it up to 24 months after losing coverage.

Without evidence of creditable coverage, you may be subject to a pre-existing condition exclusion for 12 months (18 months for late enrollees) after your enrollment date in your coverage.

To request a certificate of creditable coverage, contact ADP at:

By writing to: ADP COBRA Services
P.O. Box 27478
Salt Lake City, UT 84127-0478.

By calling: 1-800-422-7608.

How to update your home address on Citi records

Citi and its vendors will mail enrollment kits, confirmations, health plan ID cards, and other personal communications to your home address on Citi payroll records.

To change your home address:

- Visit the Employee Portal at <http://employeeportal.citigroup.net> (intranet only) and enter using the user ID and Single Sign-on password that you use for most other Citi applications. From the Employee Portal home page, look for the “Personal” tab near the bottom of your screen and, click on “Home and mailing address” or
- Use Form 409-Employee Data Changes form available on the You @ Citigroup section of Citigroup.net (intranet only) at http://www.citigroup.net/human_resources/form.htm.

Telephone and Web site directory

You can contact many of the vendors through the “health and welfare benefits” option of ConnectOne.

<p>Benefits Service Center Available by choosing the “health and welfare benefits” option of ConnectOne</p> <p>For plan information and to enroll, visit the Internet</p>	<p>1-800-881-3938 1-469-220-9600(from outside the United States and Puerto Rico)</p> <p>1-866-280-2050 (TTY); then call ConnectOne at 1-800-881-3938</p> <p>Visit Total Comp @ Citigroup at www.totalcomponline.com. From the “Quick Links” page, click on the link for the “Citi Benefits Web Site.” You also can go directly to https://mybenefits.csplans.com</p>
<p>Consolidated Omnibus Budget Reconciliation Act (COBRA)</p>	<p>1-800-422-7608</p>
<p>Dental and medical Triple-S</p>	<p>1-787-774-6098 or 787-749-4777 www.ssspr.com</p>
<p>Employee Assistance Program Harris Rothenberg</p>	<p>English and Spanish 1-866-723-7223</p> <p>www.harrisrothenberg.com User ID:resources, password: for_you</p>
<p>Life/Accidental Death and Dismemberment (AD&D) insurance Basic Life: Benefits Service Center</p> <p>Group Universal Life (GUL) insurance MetLife</p>	<p>1-800-881-3938, “health and welfare benefits” option (option 4)</p> <p>1-800-523-2894 www.metlife.com/mybenefits</p>
<p>Long-Term Care insurance John Hancock Life Insurance Co.</p>	<p>1-800-222-6814 http://groupplc.jhancock.com User name: groupplc Password: mybenefit</p>
<p>Disability/FMLA MetLife For Short-Term Disability (STD), Long-Term Disability (LTD), and Family and Medical Leave Act (FMLA) information; to report a disability or FMLA leave,</p> <p>You also can report a disability by calling MetLife directly</p>	<p>1-800-881-3938, “Managed Disability” option (option 3)</p> <p>1-800-826-0547</p>
<p>Prescription Drug Program Caremark</p>	<p>1-800-390-6441 www.caremark.com</p>
<p>Total Compensation Web site</p>	<p>www.totalcomponline.com</p>
<p>Vision Care Plan Davis Vision</p>	<p>1-800-999-5431 www.davisvision.com</p>

This document doesn't change, expand, or otherwise interpret the terms of the plans or programs described. If there's any conflict between this guide, or any written or oral communication by a person representing the plans or programs, and the plan or program documents (including any related insurance contracts), the terms of the plan or program documents (including any related insurance contracts) as interpreted in the sole discretion of the plan or program administrator, will be followed in determining your rights and benefits under the plans or programs.

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