

About this Benefits Handbook

This Benefits Handbook, available at www.benefitsbookonline.com, serves as the plan document *and* Summary Plan Description (SPD) for health and welfare benefits for specified U.S. employees of Citigroup Inc. (“Citigroup” or “Citi”) and its participating companies (collectively the “Company”) as in effect January 1, 2012. Citi reserves the right to change or discontinue, at any time, any or all of the benefits coverage or programs described here. The benefits described in this Benefits Handbook are:

- **Citigroup Health Benefit Plan**
 - Aetna ChoicePlan 500;
 - Aetna High Deductible Health Plan-Basic and Premier;
 - Empire BlueCross BlueShield High Deductible Health Plan - Basic and Premier;
 - Empire BlueCross BlueShield ChoicePlan 500;
 - Oxford Health Plans PPO (a United HealthCare company);
 - United HealthCare Hawaii Health Plan;
 - Fully insured health maintenance organizations (HMOs);
 - Citigroup Prescription Drug Program administered by Express Scripts;
 - Medco Prescription Drug Program (for Oxford Plans in NY, NJ, CT); and
 - On-site medical clinics.
- **Citigroup Dental Benefit Plan**
 - Cigna Dental HMO; and
 - MetLife Preferred Dentist Program (PDP).
- **Citigroup Vision Benefit Plan**
- **Citigroup Wellness Benefits**
- **Citigroup Employee Assistance Program**
- **Citigroup Work/Life Program**
- **Citigroup Disability Plan**

- **Spending Accounts**
 - Health Care Spending Account (HCSA);
 - Limited Purpose Health Care Spending Account (LPSA)
 - Dependent Day Care Spending Account (DCSA); and
 - Transportation Reimbursement Incentive Program (TRIP).
- **Life Insurance**
 - Citigroup Basic Life and Accidental Death and Dismemberment (AD&D) Insurance;
 - Group Universal Life (GUL) and Supplemental AD&D Insurance; and
 - Citigroup Business Travel Accident/Medical Insurance.
- **Citigroup Long-Term Care Insurance Plan.**

This Benefits Handbook is intended to comply with the requirements of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”) and other applicable laws and regulations. In addition, this Benefits Handbook is designed to comply with the requirements of a cafeteria plan under Section 125 of the Internal Revenue Code of 1986, as amended (the “Code”).

This Benefits Handbook has been written, to the extent possible, in non-technical language to help you understand the basic terms and conditions of the health and welfare benefit plans described (the “Citigroup Health and Welfare Plans” or collectively the “Plans” and individually a “Plan”).

The Plans are subject to the provisions of ERISA, with the exception of DCSA and TRIP. This Benefits Handbook serves as the plan document and summary plan description (SPD) for the Plans subject to ERISA and the Code, as applicable. To the extent applicable, the Plans will be interpreted and administered in accordance with ERISA, the Code, and applicable law.

The terms and conditions of these Plans may be further prescribed in insurance policies, the provisions of which, as may be amended from time to time, are hereby incorporated by reference.

If you do not have access to the Citi intranet or the Internet, you can request a copy of the Benefits Handbook at no cost to you by speaking with a Citi Benefits Center representative. Call ConnectOne at **1-800-881-3038**. From the ConnectOne main menu, choose the “health and welfare benefits” option. Representatives are available from 8 a.m. to 8 p.m. Eastern time on weekdays, excluding holidays.

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This Benefits Handbook provides no guarantee that you are eligible to participate in every benefit or program described. Each Plan may have its own eligibility requirements, so be sure to review individual eligibility requirements carefully. In addition, Citi in no way guarantees the payment of any benefit that may be or becomes due to any person under the Plans.

Benefits provided under the Plans described in this Benefits Handbook are not in any way subject to you or your dependent's debts or other obligations and may not be voluntarily or involuntarily sold, transferred, alienated, or encumbered.

Your right to receive any reimbursement under the Plan shall not be alienable by assignment or any other method and shall not be subject to being taken by your creditors by any process whatsoever, and any attempt to cause such right to be so subjected will not be recognized, except to such extent as may be required by law.

Medicare eligible?

If you and/or your dependents are enrolled in Medicare or will become eligible for Medicare in the next 12 months, a federal law gives you more choices for your prescription drug coverage. See the Health Care Benefits section for details.

Tax information

This Benefits Handbook includes summary information about the federal tax treatment of employee benefits. It does not address state or local tax consequences. The information provided here is general guidance only and may not be relied on as tax advice for any purpose. Citigroup Inc. and its affiliates are not in the business of providing personal tax or legal advice to its employees. The information in this document is not intended or written to be used — and cannot be used or relied on — by any taxpayer to avoid tax penalties.

For information on how applicable tax law may apply to your personal situation, consult your tax adviser.

No right to employment

Nothing in this document represents or is considered an employment contract, and neither the existence of the Plans nor any statements made by or on behalf of Citi shall be construed to create any promise or contractual right to employment or to the benefits of employment between Citi and any individual. Your employment is always on an at-will basis. Citi or you may terminate the employment relationship without notice at any time and for any reason.