

Board of Governors of the Federal Reserve System

RSSD ID: 1951350

**Consolidated Financial Statements for Holding Companies—FR Y-9C****Report at the close of business as of the last calendar day of the quarter**

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. § 1844) and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and Section 10 of the Home Owners Loan Act (12 U.S.C. § 1467a(b)).

This report form is to be filed by holding companies with total consolidated assets of \$1 billion or more. In addition, holding companies meeting certain criteria must file this report (FR Y-9C)

regardless of size. See page 1 of the general instructions for further information. However, when such holding companies own or control, or are owned or controlled by, other holding companies, only the top-tier holding company must file this report for the consolidated holding company organization. The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

NOTE: Each holding company's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Consolidated Financial Statements for Holding Companies. The Consolidated Financial Statements for Holding Companies is to be prepared in accordance with instructions provided by the Federal Reserve System. The Consolidated Financial Statements for Holding Companies must be signed and attested by the Chief Financial Officer (CFO) of the reporting holding company (or by the individual performing this equivalent function).

Date of Report: **December 31, 2015**

Month / Day / Year (BHCK 9999)

I, the undersigned CFO (or equivalent) of the named holding company, attest that the Consolidated Financial Statements for Holding Companies (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

John C. Gerspach

Printed Name of Chief Financial Officer (or Equivalent) (BHCK C490)

Signature of Chief Financial Officer (or Equivalent) (BHCK H321)
02/16/2016

Date of Signature (MM/DD/YYYY) (BHTX J196)

CITIGROUP INC.Legal Title of Holding Company (TEXT 9010)
399 PARK AVENUE(Mailing Address of the Holding Company) Street / PO Box (TEXT 9110)
NEW YORK NY 10022

City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220)

Person to whom questions about this report should be directed:

Shirley C. Wong, DirectorName / Title (BHTX 8901)
347-648-1073Area Code / Phone Number (BHTX 8902)
347-648-6652Area Code / FAX Number (BHTX 9116)
wongs@citi.com

E-mail Address of Contact (BHTX 4086)

For Federal Reserve Bank Use OnlyRSSD ID _____
C.I. _____ S.F. _____**Holding companies must maintain in their files a manually signed and attested printout of the data submitted.**

Schedule HC-L—Derivatives and Off-Balance-Sheet Items

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands

	BHCK			
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):				
a. Revolving, open-end loans secured by 1–4 family residential properties, (e.g., home equity lines) ..	3814		14726000	1.a.
b. (1) Unused consumer credit card lines	J455		540466000	1.b.(1)
(2) Other unused credit card lines	J456		32591000	1.b.(2)
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1))	3816		5063000	1.c.(1)
(a) 1–4 family residential construction loan commitments	F164		287000	1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments	F165		4776000	1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate	6550		5459000	1.c.(2)
d. Securities underwriting	3817		295000	1.d.
e. Other unused commitments:				
(1) Commercial and industrial loans	J457		172654000	1.e.(1)
(2) Loans to financial institutions	J458		48752000	1.e.(2)
(3) All other unused commitments	J459		57493000	1.e.(3)
2. Financial standby letters of credit and foreign office guarantees	6566		95719000	2.
<i>Item 2.a is to be completed by holding companies with \$1 billion or more in total assets.¹</i>				
a. Amount of financial standby letters of credit conveyed to others	3820		25541000	2.a.
3. Performance standby letters of credit and foreign office guarantees	6570		11545000	3.
<i>Item 3.a is to be completed by holding companies with \$1 billion or more in total assets.¹</i>				
a. Amount of performance standby letters of credit conveyed to others	3822		1368000	3.a.
4. Commercial and similar letters of credit	3411		5504000	4.
5. Not applicable				
6. Securities:				
a. Securities lent	3433		91023000	6.a.
b. Securities borrowed	3432		75309000	6.b.

	(Column A) Sold Protection			(Column B) Purchased Protection		
	BHCK			BHCK		
7. Credit derivatives:						
a. Notional amounts:						
(1) Credit default swaps	C968		916535000	C969		951221000
(2) Total return swaps	C970		10272000	C971		23215000
(3) Credit options	C972		24115000	C973		30778000
(4) Other credit derivatives	C974		0	C975		0
b. Gross fair values:						
(1) Gross positive fair value	C219		16918000	C221		18800000
(2) Gross negative fair value	C220		17200000	C222		17532000

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c. Notional amounts by regulatory capital treatment:				
(1) Positions covered under the Market Risk Rule:				
(a) Sold protection	G401		950922000	7.c.(1)(a)
(b) Purchased protection	G402		981586000	7.c.(1)(b)
(2) All other positions:				
(a) Sold protection	G403		0	7.c.(2)(a)
(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes	G404		23558000	7.c.(2)(b)
(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes	G405		70000	7.c.(2)(c)

1. The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2014.