

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 Cisco Systems, Inc. (“Cisco”). The ELKS were priced at \$10 each and mature on August 6, 2009.

ELKS are equity-linked investments that offer current income as well as limited protection against the decline in the price of Cisco common stock 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. 0.45956 shares of Cisco common stock, if Cisco stock trades at a price equal to or below \$16.32 from the pricing date to and including the Valuation Date on August 3, 2009; or
- ii. \$10.00 per ELKS.

Since all payments which may be due to holders of ELKS are the sole responsibility of the Issuer, it is the credit of Citigroup Funding Inc. which stands behind the ELKS.

Investors in ELKS will not be entitled to any rights with respect to Cisco until such time as the Issuer shall deliver Cisco 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 Cisco and may be affected by a number of other interrelated factors including, among other things: the general level of interest rates, the volatility of Cisco stock, the time remaining to maturity, the dividend yield of Cisco stock, and the credit ratings of the Issuer.

Investors should note that Cisco is not involved in the subject offering and has no obligation with respect to these securities whatsoever, including any obligations with respect to the principal amount to be paid at maturity, or to take the needs of the Issuer or holders of ELKS into consideration. Any dividends or distributions to the underlying security will not be paid to holders of ELKS.

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
EKV	Citigroup Funding Inc. 9% Equity Linked Securities Based Upon the Common Stock of Cisco Systems, Inc.	17313G530