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REGISTRATION & DISCLOSURE

FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 20050032408-01

TO: Department of Market Regulation
Financial Industry Regulatory Authority ("FINRA")

RE: Citigroup Global Markets Inc., Respondent
Broker-Dealer
CRD No. 7059

Pursuant to NASD Rule 9216 of the FINRA Code of Procedure, Citigroup Global Markets Inc. (the "firm") submits this Letter of Acceptance, Waiver and Consent ("AWC") for the purpose of proposing a settlement of the alleged rule violations described below. This AWC is submitted on the condition that, if accepted, FINRA will not bring any future actions against the firm alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. The firm hereby accepts and consents, without admitting or denying the findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of FINRA, or to which FINRA is a party, prior to a hearing and without an adjudication of any issue of law or fact, to the entry of the following findings by FINRA:

BACKGROUND

The firm has been a member of FINRA since October 16, 1936, and its registration remains in effect.

RELEVANT PRIOR DISCIPLINARY HISTORY

The firm has the following prior relevant disciplinary history:

- AWC 20041000048-01 – On June 12, 2007, FINRA accepted an AWC in which the firm was censured and fined \$87,000 for violations of NASD Rules 2110, IM-2110-2, 3010, 3340, 3370, 6130, 6640, and 6955, and SEC Rules 15c2-11, 200, and 604.

- AWC 200420000091 – On January 17, 2007, FINRA accepted an AWC in which the firm was censured and fined \$42,500 for violations of NASD Rules 2110, 2320, 3010, 6420(a), 6620, 6955 and SEC Rule 10b-10 with an undertaking to revise the firm's written supervisory procedures for trade reporting in Over-the-Counter ("OTC") and Consolidated Quotation System ("CQS") securities; and for compliance with SEC Rule 10a-1.
- AWC CLG05004 – On January 28, 2005, FINRA accepted an AWC in which the firm was censured, ordered to pay restitution in the amount of \$1,706.01 and fined \$107,500 for violations of NASD Rules 2110, 2320, 3350, 3360, 4642(d) and 6130(d), and SEC Rule 11Ac1-4 (now SEC Rule 604).
- AWC CMS040113 – On July 28, 2004, FINRA accepted an AWC in which the firm was censured, ordered to pay restitution in the amount of \$485,775, and fined \$4,514,225 for violations of NASD Rules 2110, 2440, IM-2440, 3010, 3110 and 6240, Section 17(a) of the Securities Exchange Act of 1934, and SEC Rules 17a-3 and 17a-4 with an undertaking to revise the firm's written supervisory procedures for distressed and high yield bonds as to fair pricing, trade reporting, and books and records.
- AWC CMS030211 – On September 16, 2003, FINRA accepted an AWC in which the firm was censured and fined \$72,500 for violations of NASD Rules 2110, 2320, 3320, 3340, 4613(b), 6130(d) and 6620, and SEC Rules 11Ac1-1 (now SEC Rule 602) and 11Ac1-4 (now SEC Rule 604).

FACTS AND VIOLATIVE CONDUCT

In Matter No. 20050032408, Market Regulation Department staff (the "staff") reviewed the firm's compliance with NASD Conduct Rule 2320 during the period of April 1, 2005 through September 30, 2005.

In Matter No. 20060043555, the staff reviewed the firm's compliance with NASD Conduct Rule 2320 during the period of October 1, 2005 through December 31, 2005.

In Matter No. 20060051619, the staff conducted a Trading and Market Making Surveillance ("TMMS") examination in which the staff reviewed the trading activity of the firm as set forth in Exhibit 1, which is attached hereto and incorporated herein by reference, for trade dates April 17 – 18, 2006, unless otherwise noted.

In Matter No. 20060059318, the staff reviewed the firm's compliance with NASD Conduct Rule 2320 during the period of January 1, 2006 through March 31, 2006.

In Matter No. 20070078285, the staff conducted a TMMS examination in which the staff reviewed the trading activity of the firm as set forth in Exhibit 2, which is attached hereto and incorporated herein by reference, for trade date February 20, 2007, unless otherwise noted.

In Matter No. 20070082019, the staff reviewed the firm's compliance with NASD Conduct Rule 2320 during the period of October 1, 2006 through December 31, 2006.

In connection with Matter No. 20050032408:

1. In 16 transactions for or with a customer, the firm failed to use reasonable diligence to ascertain the best inter-dealer market and failed to buy or sell in such market so that the resultant price to its customer was as favorable as possible under prevailing market conditions, as reflected on Exhibit 3, which is attached hereto and incorporated herein by reference. The conduct described in this paragraph constitutes separate and distinct violations of NASD Conduct Rules 2110 and 2320.

In connection with Matter No. 20060043555:

2. In 18 transactions for or with a customer, the firm failed to use reasonable diligence to ascertain the best inter-dealer market and failed to buy or sell in such market so that the resultant price to its customer was as favorable as possible under prevailing market conditions, as reflected on Exhibit 4, which is attached hereto and incorporated herein by reference. The conduct described in this paragraph constitutes separate and distinct violations of NASD Conduct Rules 2110 and 2320.

In connection with Matter No. 20060051619:

3. The firm failed to report to the Trade Reporting Facility the correct symbol indicating whether the firm executed 24 transactions in Reportable Securities in a principal or agency capacity. The conduct described in this paragraph constitutes separate and distinct violations of NASD Marketplace Rule 6130(d).
4. The firm's supervisory system did not provide for supervision reasonably designed to achieve compliance with respect to the applicable securities laws and regulations, and the Rules of NASD, concerning trade reporting by third parties on the firm's behalf. Specifically, the firm's supervisory system did not include written supervisory procedures providing for: (1) the identification of the person(s) responsible for supervision with respect

to the applicable rules; (2) a statement of the supervisory step(s) to be taken by the identified person(s); (3) a statement as to how often such person(s) should take such step(s); and (4) a statement as to how the completion of the step(s) included in the written supervisory procedures should be documented. The conduct described in this paragraph constitutes a violation of NASD Conduct Rules 2110 and 3010.

In connection with Matter No. 20060059318:

5. In 13 transactions for or with a customer, the firm failed to use reasonable diligence to ascertain the best inter-dealer market and failed to buy or sell in such market so that the resultant price to its customer was as favorable as possible under prevailing market conditions, as reflected on Exhibit 5, which is attached hereto and incorporated herein by reference. The conduct described in this paragraph constitutes separate and distinct violations of NASD Conduct Rules 2110 and 2320.

In connection with Matter No. 20070078285:

6. During the review period, the firm transmitted to OATS 33 reports that contained inaccurate, incomplete, or improperly formatted data. Specifically, the reports contained inaccurate order received times, or erroneous or omitted special handling codes. These inaccurate and/or incomplete reports represented 44 percent of the sample of reports reviewed in the TMMS examination that the firm transmitted during the review period. The conduct described in this paragraph constitutes separate and distinct violations of NASD Marketplace Rule 6955(a).
7. During the review period, the firm failed to submit required information to OATS with respect to three orders. The conduct described in this paragraph constitutes separate and distinct violations of NASD Marketplace Rule 6955(a).

In connection with Matter No. 20070082019:

8. In 5 transactions for or with a customer, the firm failed to use reasonable diligence to ascertain the best inter-dealer market and failed to buy or sell in such market so that the resultant price to its customer was as favorable as possible under prevailing market conditions, as reflected on Exhibit 6, which is attached hereto and incorporated herein by reference. The conduct described in this paragraph constitutes separate and distinct violations of NASD Conduct Rules 2110 and 2320.

B. The firm also consents to the imposition of the following sanctions:

20050032408 (including 20060043555, 20060051619, 20060059318, 20070078285, and 20070082019) MJID

A censure, a fine of \$101,000 (consisting of a fine of \$81,000 for the violations of NASD Conduct Rules 2110 and 2320, \$5,000 for the violations of NASD Conduct Rules 2110 and 3010, \$5,000 for the violations of NASD Marketplace Rule 6130(d), \$10,000 for the violations of NASD Marketplace Rule 6955(a)), restitution by Respondent to the investors who effected the transactions listed on Exhibits 3, 4, and 5 hereto in the total amount of \$19,192.04, plus interest at the rate set forth in Section 6621(a) of the Internal Revenue Code, 26 U.S.C. 6621(a)(2), from the date of the violative conduct until the date this AWC is accepted by the National Adjudicatory Council ("NAC"), and an undertaking to revise the firm's written supervisory procedures with respect to the areas described in paragraph I.A.4.

A registered principal of the firm shall submit satisfactory proof of payment of the restitution, or of reasonable and documented efforts undertaken to effect restitution, to the COMPLIANCE ASSISTANT, LEGAL SECTION, MARKET REGULATION DEPARTMENT, 9509 KEY WEST AVENUE, ROCKVILLE, MD 20850 no later than 120 days after acceptance of this AWC. If for any reason, Respondent cannot locate any customer after reasonable and documented efforts within such period, or such additional period agreed to by the staff, Respondent shall forward any undistributed restitution and interest to the appropriate escheat, unclaimed-property or abandoned-property fund for the state in which the customer last resided.

Within 30 business days of acceptance of this AWC by the NAC, a registered principal of the Respondent shall submit to the COMPLIANCE ASSISTANT, LEGAL SECTION, MARKET REGULATION DEPARTMENT, 9509 KEY WEST AVENUE, ROCKVILLE, MD 20850, a signed, dated letter, or an e-mail from a work-related account of the registered principal to MarketRegulationComp@finra.org, providing the following information: (1) a reference to this matter; (2) a representation that the firm has revised its written supervisory procedures to address the deficiencies described in paragraph I.A.4; and, (3) the date the revised procedures were implemented.

The firm agrees to pay the monetary sanction(s) upon notice that this AWC has been accepted and that such payment(s) are due and payable. It has submitted an Election of Payment form showing the method by which it proposes to pay the fine imposed.

The firm specifically and voluntarily waives any right to claim that it is unable to pay, now or at any time hereafter, the monetary sanction(s) imposed in this matter.

The sanctions imposed herein shall be effective on a date set by FINRA staff.

II.

WAIVER OF PROCEDURAL RIGHTS

The firm specifically and voluntarily waives the following rights granted under FINRA's Code of Procedure:

- A. To have a Formal Complaint issued specifying the allegations against the firm;
- B. To be notified of the Formal Complaint and have the opportunity to answer the allegations in writing;
- C. To defend against the allegations in a disciplinary hearing before a hearing panel, to have a written record of the hearing made and to have a written decision issued; and
- D. To appeal any such decision to the NAC and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, the firm specifically and voluntarily waives any right to claim bias or prejudgment of the General Counsel, the NAC, or any member of the NAC, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including acceptance or rejection of this AWC.

The firm further specifically and voluntarily waives any right to claim that a person violated the ex parte prohibitions of NASD Rule 9143 or the separation of functions prohibitions of NASD Rule 9144, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

III.

OTHER MATTERS

The firm understands that:

- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to NASD Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against the firm; and

20050032408 (including 20060043555, 20060051619, 20060059318, 20070078285, and 20070082019) MJD

C. If accepted:

1. This AWC will become part of the firm's permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against the firm;
2. This AWC will be made available through FINRA's public disclosure program in response to public inquiries about the firm's disciplinary record;
3. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with NASD Rule 8310 and IM-8310-3; and
4. The firm may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or *indirectly, any finding in this AWC or create the impression that the AWC* is without factual basis. The firm may not take any position in any proceeding brought by or on behalf of FINRA, or to which FINRA is a party, that is inconsistent with any part of this AWC. Nothing in this provision affects the firm's right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.

- D. The firm may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. The firm understands that it may not deny the charges or make any statement that is inconsistent with the AWC in this Statement. This Statement does not constitute factual or legal findings by FINRA, nor does it reflect the views of FINRA or its staff.

The firm certifies that it has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it; that it has agreed to the AWC's provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein and the prospect of avoiding the issuance of a Complaint, has been made to induce the firm to submit it.

December 2, 2008
Date

Respondent
Citigroup Global Markets Inc.

By: [Signature]

Name: James Tyne

Title: Counsel

Reviewed by:

[Signature]
James J. Tyne, Esq.
Director / Assistant General Counsel
Citigroup Global Markets Inc.
388 Greenwich Street, 17th Floor
New York, NY 10013-2396
Tele: (212) 816-5668
Fax: (212) 816-1729

Accepted by FINRA:

1/6/09
Date

Signed on behalf of the
Director of ODA, by delegated authority

[Signature]
Thomas R. Gira
Executive Vice President
Department of Market Regulation

Exhibit 1
Citigroup Global markets Inc.
Matter No. 20060051619

<u><i>Sample Size</i></u>	<u><i>Review Area</i></u>	<u><i>Sample Source</i></u>
81	customer and proprietary sell orders, for compliance with SEC Rules 200(g) and/or 203(b),	from trade dates April 17 and 18, 2006,
76	customer and proprietary sales, for compliance with NASD Rule 6130,	from trade dates April 17 and 18, 2006,
25	"non displayed" limit orders and marketable orders in the same securities received while holding the "non-displayed" orders, for compliance with NASD Rule 2320,	from trade dates April 17 and 18, 2006,
25	Cancelled transactions for compliance with the requirement to cancel trade reports within ninety seconds of cancellation from books and records,	from trade dates April 17 and 18, 2006,
13	orders for NASDAQ securities in soft dollar accounts for compliance with trade reporting rules and the safe harbor limitations of SEC section 28(e),	from trade dates April 17 and 18, 2006,
25	orders in securities for which the firm was a market center, for compliance with the order size/type classification requirements of SEC Rule 605,	from trade dates April 17 and 18, 2006,
28 orders (4 order type categories)	security/size/order data statistics published on the firm's monthly order execution report, for compliance with SEC Rule 605,	from the report published for February of 2006,
N/A	data published on the firm's quarterly order routing report, for compliance with SEC Rule 606,	from the report published for the 1 st Quarter of 2006,
25	customer orders in OTCBB and OTC equity securities, for compliance with NASD Rules 3110(b) and 2320,	from trade dates April 17 and 18, 2006,

23	persons engaged in the firm's trading and market making activities, for compliance with NASD Registration rules,	from Trading staff in place during April of 2006,
400	order/trade records prepared and maintained in connection with the above samples, for general compliance with NASD Rule 3110 and SEC Rules 17a-3 and 17a-4,	from trade dates April 17 and 18, 2006,
375	trades reported to ACT or TRACS in connection with the above samples, for general compliance with NASD Trade Reporting and ACT rules,	from trade dates April 17 and 18, 2006,
75 (50 – Cash and 25 Derivatives Desks)	orders in NNM or SC securities submitted to OATS, for compliance with NASD Rule 6955,	from trade dates April 17 and 18, 2006,

Sample Size

Review Area

Sample Source

47	customer trade confirmations reviewed in connection with the above samples, for compliance with SEC Rule 10b-10,	from trade dates April 17 and 18, 2006,
N/A	the firm's establishment and implementation of "regular & rigorous" reviews of the execution quality of orders sent to other market centers and internalized, for compliance with NASD Rules 2320 and 3010,	based on WSPs in effect during April of 2006,
N/A	the firm's establishment and implementation of a supervisory system and written supervisory procedures, for compliance with NASD Rule 3010,	based on WSPs in effect during April of 2006.

Exhibit 2
Citigroup Global Markets Inc.
Matter No. 20070078285

<u>Sample Size:</u>	<u>Sample Description:</u>	<u>Sample Source/Period:</u>
75	Customer and proprietary sales, reviewed for compliance with SEC Rule 200(g) long/short/exempt sale recording requirements.	From trade date February 20, 2007.
0	Customer and proprietary short sales, reviewed for compliance with SEC Rule 203(b) security location requirements.	From trade date February 20, 2007.
252	Customer and proprietary sales reported to a TRF or OTCRF, for compliance with NASD Rules 6130, 4632 and 6620 sale indicator reporting requirements.	From trade date February 20, 2007.
0	Customer and proprietary sales reported to the ADF/TRACS, for compliance with NASD Rule 4632A sale indicator reporting requirements.	From trade date February 20, 2007.
0	Short sales in Nasdaq Global Market securities executed otherwise than on an exchange, for compliance with NASD Rule 5100 bid test requirements.	From trade date February 20, 2007.
0	Short sales in exchange-listed securities executed otherwise than on an exchange, for compliance with SEC Rule 10a-1 tick test requirements.	From trade date February 20, 2007.
75	Customer and proprietary sales entered into the Nasdaq Exchange execution systems, for compliance with Nasdaq Rule 4755 long/short/exempt sale indicator entry requirements.	From trade date February 20, 2007.
29	Cancellations of trades reported to a TRF or OTCRF, for compliance with NASD Rules 4632(g), 6420(f), 6620(f) and 6130(f) trade report cancellation requirements.	From trade date February 20, 2007.

<u>Sample Size:</u>	<u>Sample Description:</u>	<u>Sample Source/Period:</u>
71	Limit and market orders executed as principal, for compliance with the order protection and best execution requirements of NASD Rules 2110, IM-2110-2, 2111, 6541 and 2320, and Nasdaq Rules 2110, IM-2110-2, 2111 and 2320	From trade date February 20, 2007.
0	Limit orders for NMS stocks in which the member acts as an exchange or OTC market maker, for compliance with the display requirements of SEC Rule 604, 604 and Nasdaq Rule 3390.	From trade date February 20, 2007.
0	Market orders with "not held" terms or from institutional customers, for compliance with NASD Rule 2320 and Nasdaq Rule 2320 best execution requirements.	From trade date February 20, 2007.
0	Market orders executed as principal, for compliance with NASD Rule 2320 and Nasdaq Rule 2320 best execution requirements.	From trade date February 20, 2007.
N/A	Order memoranda for net trades effected by non-institutional and institutional customers, for compliance with NASD Rule 2441 documentation requirements.	From trade date February 20, 2007.
N/A	Net trading agreements with institutional customers, for compliance with NASD Rule 2441 documentation requirements.	From trade date February 20, 2007.
152	Principal and riskless principal trade executions effected otherwise than on an exchange for limit or market orders, for compliance with NASD Rules 4632, 6420, 6620 and 6130 requirements for TRF and OTCRF reporting.	From trade date February 20, 2007.
0	Principal and riskless principal trade executions effected otherwise than on an exchange for limit or market orders, for compliance with NASD Rule 4632A requirements for ADF/TRACS reporting.	From trade date February 20, 2007.

<u>Sample Size:</u>	<u>Sample Description:</u>	<u>Sample Source/Period:</u>
18	NASD Market Surveillance breaks for principal and riskless principal trades, for compliance with NASD Rules 4632, 6420, 6620, 6130 and 4632A requirements for TRF, OTCRF and ADF/TRACS reporting.	From trade date February 20, 2007.
50	Trade executions effected otherwise than on an exchange for 5 orders in Nasdaq-listed or exchange listed securities, received from customers with accounts subject to a soft dollar agreement, for compliance with the SEC, '34 Act section 28(e) safe harbor which limits the accrual of soft dollar credits for riskless principal transactions to those reporting in compliance with NASD Rules 4632 and 6420.	From trade date February 20, 2007.
11	Open limit orders to buy and/or open stop orders to sell securities that traded ex-dividend, for compliance with NASD Rule 3220 and Nasdaq Rule 4761.	For ex-dividend date February 20, 2007.
0	Trades reported to a TRF or OTCRF with a .PRP modifier, for compliance with NASD Rules 4632, 6420, 6620 and 2320.	From trade date February 20, 2007.
25	Orders for NMS stocks in which the firm acts as a market center, for compliance with SEC Rule 605 order classification requirements.	From trade date February 20, 2007.
4 (28 orders)	Datasets published for on the monthly order execution report, for compliance with SEC Rule 605 requirement to publish accurate data. (A "dataset" is all required statistical data for a single order category, with each category representing a single unique combination of a security, order type and order size, as described in Rule 605.)	Firm's monthly order execution report from December 2006.
N/A	Quarterly order routing report, for compliance with SEC Rule 606 requirements.	Report published for the period of January through March 2007.

<u>Sample Size:</u>	<u>Sample Description:</u>	<u>Sample Source/Period:</u>
25	Customer orders in OTC equity securities, for compliance with NASD Rules 2320(g) and 3110(b) requirements to ascertain and document the best interdealer market for transactions in such securities.	From trade date February 20, 2007.
75	Orders in securities required to be submitted to OATS, for compliance with NASD Rules 6954 and 6955, and Nasdaq Rules 6954 and 6955 requirement to submit OATS information.	From trade date February 20, 2007.
334	Order/Trade records prepared and maintained in connection with the above samples, for general compliance with requirements of NASD Rule 3110 and SEC Rules 17a-3 and 17a-4.	From trade date February 20, 2007 and various trade dates in December 2006.
499	Trades reported to a TRF, OTCRF or ADF/TRACS in connection with the above samples, for general compliance with requirements of NASD Trade Reporting and ADF rules.	From trade date February 20, 2007 and various trade dates in December 2006.
30	Customer confirmations prepared and maintained in connection with the above samples, for compliance with SEC Rule 10b-10 disclosure requirements.	From trade date February 20, 2007.
26	CRD registration records for persons conducting and/or supervising the member's trading and market making activities, for compliance with NASD Rule Series 1020, 1030 and 1040, and Nasdaq Rule Series 1020, 1030 and 1040.	List of trading personnel for February 2007.
All, as provided by the member	The member's supervisory system, written supervisory procedures ("WSPs") and documents evidencing the implementation of the WSPs, for compliance with NASD Rule 3010 requirements to establish an implement a system that is reasonably designed to prevent and detect violations of applicable securities rules.	WSPs provided by the member as those in effect during February 2007, and documentation of supervisory reviews conducted for February 2007.

Sample

Size:

N/A

Sample Description:

The member's "Regular & Rigorous" review procedures (for assessing the execution quality of orders sent to other trading centers and/or internalized, for compliance with NASD Rules 2320 and 3010.

Sample Source/Period:

Procedures provided by the member as those in effect during February 2007.

EXHIBIT 3
Citigroup Global Markets Inc.
MATTER NO. 20050032408

AWC Item No.	Exhibit Item No.	Trade Date	Order to Buy/Sell	Quantity	Issue	Time Received	Inside Bid at Receipt	Inside Ask at Receipt	Order ID	MPID	Capacity	Trade Information					Contra Firm	Order Duration	Restitution Due	Post-Trade Adjustments	Restitution Due
												Trade to B/S/X	Executed Quantity	Executed Price	Executed Time						
4	6	4/26/2005	S	45	ACDO	11:28:05	45.38	45.4	18294	SSSH	P	B	45	45.35	11:35:25		0:07:20	\$1.80	N/A	\$1.80	
6	8	4/26/2005	B	50	AMGN	10:35:58	58.07	58.1	11881	SSSH	P	S	50	58.12	10:46:00		0:08:43	\$4.00	\$1.00	N/A	
8	10	4/26/2005	B	25	AMGN	11:21:20	58.03	58.05	16886	SSSH	P	S	25	58.055	11:35:23		0:13:38	\$1.13	\$0.13	N/A	
14	16	4/26/2005	B	50	BLB	11:21:39	38.52	38.54	16440	SSSH	P	S	50	38.72	11:35:05		0:13:09	\$7.50	\$9.00	N/A	
24	26	4/26/2005	S	24	XPRF	10:56:00	21	21.03	18619	SSSH	P	B	24	20.96	11:08:50		0:12:50	\$0.96	\$0.96	N/A	
25	37	6/17/2005	B	1000	DROOY	9:35:41	1.09	1.1	8040	SSSH	R	S	1000	1.11	9:48:57		0:12:57	N/A	\$10.00	N/A	
26	38	6/21/2005	S	76	DISH	11:19:59	30.18	30.19	18559	SSSH	P	B	76	30.15	11:33:24		0:13:25	\$2.28	\$2.28	N/A	
28	40	6/21/2005	S	18	EBAY	11:23:08	36.89	36.9	18110	SSSH	P	B	18	36.835	11:33:25		0:08:26	\$1.53	\$0.98	N/A	
34	47	6/21/2005	S	82	INTU	11:20:15	45.66	45.69	15310	SSSH	P	B	82	45.48	11:31:57		0:11:28	\$11.16	N/A	\$11.16	
47	67	7/19/2005	S	103	CMCSK	12:20:15	29.53	29.54	24666	SSSH	P	B	103	29.49	12:34:48		0:12:20	\$6.18	N/A	\$6.18	
48	68	7/19/2005	B	1000	CPST	12:18:43	1.84	1.85	4592	SSSH	P	S	100	1.88	12:36:04		0:16:58	\$40.00	N/A	\$37.00	
49	68	7/19/2005	S	50	EBAY	12:18:53	35.17	35.18	25587	SSSH	P	S	50	35.24	12:34:39		0:18:42	\$3.00	\$3.00	N/A	
56	85	7/27/2005	B	400	ERTS	14:15:43	38.78	38.81	33124	SSSH	P	S	400	39.02	14:30:36		0:13:46	\$15.00	\$64.00	N/A	
60	88	7/27/2005	B	46	QQQQ	14:18:30	38.61	39.62	31871	SSSH	P	S	46	39.68	14:32:01		0:11:17	\$2.76	\$2.76	N/A	
64	96	9/26/2005	S	50	MSFT	10:26:00	25.41	25.42	11858	SSSH	P	B	50	25.37	10:40:09		0:10:21	\$2.00	\$2.00	N/A	
67	89	9/26/2005	S	300	MSFT	10:26:45	25.39	25.4	11872	SSSH	P	B	300	25.37	10:40:09		0:09:40	\$3.00	\$6.00	\$56.14	
																	0:02:52				

EXHIBIT 4
CitiGroup Global Markets, Inc.
MATTER NO. 20089043555

Exhibit Item No.	Added Item No.	Trade Date	Report Time	Execution Time	Issue	MPID	Buy/ Sell/ Cross	Volume	Execution Price	Contra Firm	Inside Bid At Execution	Inside Ask At Execution	Restitution Calculation*	Restitution Due	Restitution Provided	Restitution Still Due
1		10/12/2005	11:30:25	11:30:21	AAMI	SBSH	S	3,000	0.130		0.113	0.120	(0.13-0.12)*3000	\$30.00	N/A	\$30.00
5		11/23/2005	10:11:13	10:11:11	ENDO	SBSH	B	700	2.450		2.800	2.950	(2.80-2.45)*500 + (2.75-2.45)*200	\$235.00	\$245.00	\$0.00
8		11/29/2005	10:29:53	10:29:49	SNTKY	SBSH	B	5,000	0.190		0.195	0.200	(0.195-0.19)*5000	\$25.00	N/A	\$25.00
9		11/30/2005	09:47:43	09:47:42	ENDO	SBSH	B	2,000	2.500		2.700	2.900	(2.70-2.50)*500 + (2.65-2.50)*500 + (2.55-2.50)*1000	\$225.00	\$400.00	\$0.00
10		12/2/2005	13:21:56	13:21:52	ENDO	SBSH	B	1,000	2.500		2.800	2.850	(2.80-2.50)*500 + (2.76-2.50)*500	\$280.00	\$300.00	\$0.00
13		12/15/2005	15:57:56	15:57:51	HOFF	SBSH	S	100	0.480		0.440	0.480				
14		12/15/2005	15:58:06	15:58:01	HOFF	SBSH	S	100	0.490		0.440	0.480				
15		12/15/2005	15:58:11	15:58:10	HOFF	SBSH	S	100	0.490		0.440	0.480				
16		12/15/2005	15:58:21	15:58:19	HOFF	SBSH	S	100	0.490		0.440	0.480				
17		12/15/2005	15:58:31	15:58:28	HOFF	SBSH	S	100	0.480		0.440	0.480				
18		12/15/2005	15:58:41	15:58:37	HOFF	SBSH	S	100	0.490		0.440	0.480				
19		12/15/2005	15:58:52	15:58:48	HOFF	SBSH	S	100	0.490		0.440	0.480				
20		12/16/2005	13:02:02	13:01:58	HOFF	SBSH	B	100	0.410		0.430	0.450				
21		12/16/2005	13:02:12	13:02:07	HOFF	SBSH	B	100	0.410		0.430	0.450				
22		12/16/2005	13:02:17	13:02:16	HOFF	SBSH	B	100	0.410		0.430	0.450				
24		12/16/2005	12:07:42	12:07:37	HOFF	SBSH	B	100	0.410		0.430	0.440				
25		12/16/2005	12:07:52	12:07:47	HOFF	SBSH	B	100	0.410		0.430	0.440				
26		12/16/2005	12:07:57	12:07:56	HOFF	SBSH	B	100	0.410		0.430	0.440				
27		12/16/2005	12:08:07	12:08:05	HOFF	SBSH	B	100	0.410		0.430	0.440				
28		12/16/2005	12:08:18	12:08:14	HOFF	SBSH	B	100	0.410		0.430	0.440				
29		12/16/2005	12:08:39	12:08:34	HOFF	SBSH	B	100	0.410		0.430	0.440				
30		12/16/2005	12:09:49	12:09:44	HOFF	SBSH	B	100	0.410		0.430	0.440				
31		12/16/2005	12:09:54	12:09:53	HOFF	SBSH	B	100	0.410		0.430	0.440				
32		12/16/2005	12:10:04	12:10:03	HOFF	SBSH	B	100	0.410		0.430	0.440				
33		12/16/2005	12:10:14	12:10:12	HOFF	SBSH	B	100	0.410		0.430	0.440				
34		12/16/2005	12:11:58	12:11:53	HOFF	SBSH	B	100	0.410		0.430	0.440				
35		12/16/2005	12:12:06	12:12:03	HOFF	SBSH	B	100	0.410		0.430	0.440				
36		12/16/2005	12:12:16	12:12:12	HOFF	SBSH	B	100	0.410		0.430	0.440				
37		12/16/2005	12:12:26	12:12:21	HOFF	SBSH	B	100	0.410		0.430	0.440				
38		12/16/2005	12:12:31	12:12:30	HOFF	SBSH	B	100	0.410		0.430	0.440				
39		12/22/2005	11:26:09	11:26:06	HOFF	SBSH	B	100	0.620		0.640	0.650				
40		12/22/2005	11:26:19	11:26:18	HOFF	SBSH	B	100	0.620		0.640	0.650				
41		12/22/2005	11:26:29	11:26:25	HOFF	SBSH	B	100	0.620		0.640	0.650				
42		12/22/2005	11:26:39	11:26:34	HOFF	SBSH	B	100	0.620		0.640	0.650				
43		12/22/2005	11:26:44	11:26:43	HOFF	SBSH	B	100	0.620		0.640	0.650				
44		12/23/2005	9:30:07	9:30:00	HOFF	SBSH	S	100	0.740		0.680	0.690				
45		12/23/2005	9:30:29	9:30:10	HOFF	SBSH	S	100	0.740		0.680	0.690				
46		12/23/2005	09:31:14	09:30:19	HOFF	SBSH	S	100	0.740		0.680	0.690				
47		12/23/2005	09:31:31	09:30:28	HOFF	SBSH	S	100	0.740		0.680	0.690				
48		12/23/2005	09:31:31	09:30:37	HOFF	SBSH	S	100	0.740		0.680	0.690				
49		12/23/2005	09:31:31	09:30:46	HOFF	SBSH	S	100	0.740		0.680	0.690				
50		12/23/2005	09:31:31	09:30:55	HOFF	SBSH	S	100	0.740		0.680	0.690				
51		12/23/2005	09:31:36	09:31:04	HOFF	SBSH	S	100	0.740		0.680	0.690				
52		12/27/2005	12:07:03	12:06:57	HOFF	SBSH	B	100	0.670		0.680	0.690				
53		12/27/2005	12:07:08	12:07:07	HOFF	SBSH	B	100	0.670		0.680	0.690				
54		12/27/2005	12:07:18	12:07:16	HOFF	SBSH	B	100	0.670		0.680	0.690				
55		12/27/2005	12:07:28	12:07:25	HOFF	SBSH	B	100	0.670		0.680	0.690				
56		12/27/2005	12:07:38	12:07:34	HOFF	SBSH	B	100	0.670		0.680	0.690				
57		12/27/2005	12:07:48	12:07:43	HOFF	SBSH	B	100	0.670		0.680	0.690				
52-57A		12/7/2005	12:07:48	12:07:44	HOFF	SBSH	B	1,400	0.670		0.680	0.690				
59		12/28/2005	14:44:22	14:44:18	HOFF	SBSH	S	100	0.710		0.665	0.670				
60		12/28/2005	14:44:33	14:44:28	HOFF	SBSH	S	100	0.710		0.665	0.670				
61		12/28/2005	14:44:38	14:44:37	HOFF	SBSH	S	100	0.710		0.665	0.670				
62		12/28/2005	14:44:48	14:44:46	HOFF	SBSH	S	100	0.710		0.665	0.670				
63		12/28/2005	14:44:58	14:44:55	HOFF	SBSH	S	100	0.710		0.665	0.670				
64		12/28/2005	14:45:08	14:45:04	HOFF	SBSH	S	100	0.710		0.665	0.670				
65		12/28/2005	14:45:18	14:45:13	HOFF	SBSH	S	100	0.710		0.665	0.670				
66		12/28/2005	14:45:23	14:45:22	HOFF	SBSH	S	100	0.710		0.665	0.670				
67		12/28/2005	14:45:33	14:45:31	HOFF	SBSH	S	100	0.710		0.665	0.670				
68		12/28/2005	14:45:44	14:45:40	HOFF	SBSH	S	100	0.710		0.665	0.670				
69		12/29/2005	13:04:05	13:04:04	HOFF	SBSH	B	100	0.610		0.665	0.670				
70		12/29/2005	13:04:15	13:04:13	HOFF	SBSH	B	100	0.610		0.665	0.670				
71		12/29/2005	14:38:00	14:37:58	HOFF	SBSH	B	100	0.610		0.665	0.670				
72		12/30/2005	09:58:31	09:58:29	HOFF	SBSH	B	100	0.610		0.665	0.667				
73		12/30/2005	09:58:42	09:58:38	HOFF	SBSH	B	100	0.610		0.665	0.667				
74		12/30/2005	09:58:52	09:58:47	HOFF	SBSH	B	100	0.610		0.665	0.667				
75		12/30/2005	09:58:57	09:58:56	HOFF	SBSH	B	100	0.610		0.665	0.667				
76		12/30/2005	09:57:07	09:57:05	HOFF	SBSH	B	100	0.610		0.665	0.667				
77		12/30/2005	09:57:17	09:57:14	HOFF	SBSH	B	100	0.610		0.665	0.667				

EXHIBIT 4
Citigroup Global Markets, Inc.
MATTER NO. 20090043555

Exhibit Item No.	Added Item No.	Trade Date	Report Time	Execution Time	Issue	NPID	Buy/ Sell/ Cross	Volume	Execution Price	Contra Firm	Inside Bid At Execution	Inside Ask At Execution	Restitution Calculation ^a	Restitution Due	Restitution Provided	Restitution Still Due
78		12/30/2005	14:25:50	14:25:46	HOFF	SBSH	S	100	0.690		0.665	0.670	(0.69-0.67)*2000	\$40.00	\$40.00	\$0.00
79		12/30/2005	14:26:00	14:25:55	HOFF	SBSH	S	100	0.690		0.665	0.670				
80		12/30/2005	14:26:05	14:26:04	HOFF	SBSH	S	100	0.690		0.665	0.670				
81		12/30/2005	14:26:16	14:26:14	HOFF	SBSH	S	100	0.690		0.665	0.670				
82		12/30/2005	14:26:26	14:26:23	HOFF	SBSH	S	100	0.690		0.665	0.670				
83		12/30/2005	14:26:46	14:26:32	HOFF	SBSH	S	100	0.690		0.665	0.670				
84		12/30/2005	14:26:46	14:26:41	HOFF	SBSH	S	100	0.690		0.665	0.670				
85		12/30/2005	14:26:51	14:26:50	HOFF	SBSH	S	100	0.690		0.665	0.670				
86		12/30/2005	14:27:02	14:26:59	HOFF	SBSH	S	100	0.690		0.665	0.670				
87		12/30/2005	14:27:12	14:27:06	HOFF	SBSH	S	100	0.690		0.665	0.670				
88		12/30/2005	14:27:22	14:27:17	HOFF	SBSH	S	100	0.690		0.665	0.670				
89		12/30/2005	14:27:27	14:27:26	HOFF	SBSH	S	100	0.690		0.665	0.670				
90		12/30/2005	14:27:37	14:27:35	HOFF	SBSH	S	100	0.690		0.665	0.670				
91		12/30/2005	14:27:47	14:27:44	HOFF	SBSH	S	100	0.690		0.665	0.670				
92		12/30/2005	14:27:57	14:27:53	HOFF	SBSH	S	100	0.690		0.665	0.670				
93		12/30/2005	14:28:07	14:28:02	HOFF	SBSH	S	100	0.690		0.665	0.670				
94		12/30/2005	14:28:12	14:28:11	HOFF	SBSH	S	100	0.690		0.665	0.670				
95		12/30/2005	14:28:22	14:28:21	HOFF	SBSH	S	100	0.690		0.665	0.670				
96		12/30/2005	14:28:33	14:28:30	HOFF	SBSH	S	100	0.690		0.665	0.670				
	79-96A	12/30/2007	14:28:38	14:28:33	HOFF	SBSH	S	100	0.690		0.665	0.67				\$148.00

EXHIBIT 5
Citigroup Global Markets, Inc.
MATTER NO. 20060059318

Item #	Execution Date	Issue	CUSIP	Firm	Contra	Qty.	Trade Time	Trade Price	SBSH B/S	Restitution Amount
1	1/30/2006	BUD.HB	035229CT8	SBSH	C	125	10:47:30	99	Sell	\$ 3,103.13
2	1/23/2006	F.GGZ	34539CSA1	SBSH	C	23	15:38:52	72.125	Buy	\$ 762.59
3	1/12/2006	GMA.GSE	37042GRV0	SBSH	C	10	11:03:56	74.75	Buy	\$ 727.19
4	1/12/2006	GMA.GSE	37042GRV0	SBSH	C	10	15:12:20	75.125	Buy	\$ 689.69
4(a)	1/17/2006	GMA.GSE	37042GRV0	SBSH	C	10	10:17:24	75.125	Buy	\$ 740.88
5	1/19/2006	GMA.GSE	37042GRV0	SBSH	C	25	15:38:21	74.875	Buy	\$ 2,129.68
6	1/25/2006	GMA.IHA	3704A0MR0	SBSH	C	25	12:42:07	79.375	Buy	\$ 1,056.11
7	1/20/2006	GMA.IIW	3704A0PQ9	SBSH	C	35	12:05:44	76.5	Buy	\$ 1,606.76
11	2/3/2006	GMA.GSE	37042GRV0	SBSH	C	10	14:25:40	79.625	Buy	\$ 891.86
11(a)	1/31/2006	GMA.GSE	37042GRV0	SBSH	C	10	16:23:42	78.875	Buy	\$ 954.19
11(b)	2/6/2006	GMA.GSE	37042GRV0	SBSH	C	10	15:18:27	80.25	Buy	\$ 710.71
12	2/2/2006	GMA.IKN	3704A0RJ3	SBSH	C	50	13:21:04	79.875	Buy	\$ 1,933.88
13	3/27/2006	SCR.GE	811371AH6	SBSH	C	40	10:26:10	75.5	Buy	\$ 3,681.25
									TOTAL	\$ 18,987.90

EXHIBIT 6
Citigroup Global Markets, Inc.
MATTER NO. 20070082019

Item #	Execution Date	Issue	CUSIP	Firm	Contra	Qty.	Trade Time	Trade Price	SBSH B/S	Restitution Amount
3	11/2/2006	VZ.IY	362333AH9	SBSH	C	50	15:27:30	98.25	Buy	\$ 701.67
5a	12/8/2006	SLM.TC	78442FCH9	SBSH	C	25	14:45:46	83.875	Buy	\$ 1,571.25
8	10/2/2006	JHF.XW	41013MTK6	SBSH	C	50	11:23:21	104.131	Sell	\$ 1,087.59
13	11/7/2006	CQB.GC	170032AQ9	SBSH	C	10	12:04:47	93.25	Sell	\$ 1.09
13a	11/10/2006	CQB.GC	170032AQ9	SBSH	C	25	14:53:57	93.25	Sell	\$ 762.50
									TOTAL	\$ 4,124.10