

CITIGROUP INC  
Form 8-K  
November 08, 2018

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) **November 4, 2018**

**Citigroup Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction  
of incorporation)

**1-9924**

(Commission  
File Number)

**52-1568099**

(IRS Employer  
Identification  
No.)

**388 Greenwich Street, New York,  
New York**

(Address of principal executive offices)

**10013**

(Zip Code)

**(212) 559-1000**

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(Registrant's telephone number,  
including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**CITIGROUP INC.**

**Current Report on Form 8-K**

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) On November 4, 2018, Michael E. O’Neill, Chairman of the Board of Directors (the “Board”) of Citigroup Inc. (“Citi” or the “Company”), provided notice to the Board that he will retire as Chairman of the Board and as a Board member on January 1, 2019.

**Item 8.01 Other Events.**

On November 4, 2018, the Board elected current Board member, John C. Dugan, to succeed Mr. O’Neill as Chairman of the Board effective January 1, 2019.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CITIGROUP INC.

Dated: November 8, 2018

By: /s/ Rohan Weerasinghe  
Rohan Weerasinghe  
General Counsel and Corporate Secretary

