CODE OF ETHICS FOR FINANCIAL PROFESSIONALS

OWNER:
Citi CFO

CONTACT(S):
CITI FINANCE

ISSUE DATE:
DECEMBER 24, 2004

EFFECTIVE DATE:
NOVEMBER 2009

Table of Contents

1 OVERVIEW 1

2 DIRECTIVE STATEMENT 2

3 DIRECTIVE ACKNOWLEDGMENT 3

1 OVERVIEW

1.1 OBJECTIVE, SCOPE AND TARGET AUDIENCE

The Citi Code of Ethics for Financial Professionals applies to all Finance Professionals and Administrative Staff in a finance role, including Controllers, Financial Planning & Analysis, Treasury, Tax, Strategy and M&A, Investor Relations and the Regional/Product teams.

Citi expects all of its employees to act in accordance with the highest standards of personal and professional integrity in all aspects of their activities, to comply with all applicable laws, rules and regulations, to deter wrongdoing and abide by the Citi Code of Conduct and other policies and procedures adopted by Citi that govern the conduct of its employees. This Code of Ethics is intended to supplement the Citi Code of Conduct.

1.2 OWNER

This Directive is owned by the Citi CFO. This Directive, and any changes to this Directive, must be approved by the Citi CFO.

1.3 EFFECTIVE DATE / TRANSITION PERIOD

This Directive is effective November 2009.

1.4 RETIRED POLICIES / RELATED POLICIES

This Directive was reformatted to Citi's Directive Standards in March 2006 and re-issued in that format annually.

2 DIRECTIVE STATEMENT

Citi Code of Ethics for Financial Professionals

You agree to:

a) Engage in and promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;

b) Avoid conflicts of interest and to disclose to the Director of Citi Global Compliance any material transaction or relationship that reasonably could be expected to give rise to such a conflict;

c) Take all reasonable measures to protect the confidentiality of non-public information about Citi or its subsidiaries and their customers obtained or created in connection with your activities and to prevent the unauthorized disclosure of such information unless required by applicable law or regulation or legal or regulatory purposes;

d) Produce full, fair, accurate, timely and understandable disclosure in reports and documents that Citi or its subsidiaries files with, or submits to, the Securities and Exchange Commission and other regulators and in other public communications made by Citigroup or its subsidiaries;

e) Comply with applicable governmental laws, rules and regulations, as well as the rules and regulations of self-regulatory organizations of which Citi or its subsidiaries is a member; and

f) Promptly report any possible violation of the Code of Ethics to the Director of Citi Global Compliance or any of the parties or channels listed in the Citi Code of Conduct.

You are prohibited from directly or indirectly taking any action to fraudulently influence, coerce, manipulate or mislead Citi or its subsidiaries' independent public auditors for the purposes of rendering the financial statements of Citi or its subsidiaries misleading.

You understand that you will be held accountable for your adherence to this Code of Ethics. Your failure to observe the terms of this Code of Ethics may result in disciplinary action, up to and including termination of employment. Violations of this Code of Ethics may also constitute violations of law and may result in civil and criminal penalties for you, your supervisors and/or Citi.

If you should have any questions regarding the best course of action in a particular situation, you should promptly contact the Director of Citi Global Compliance. You may choose to remain anonymous in reporting any possible violation of this Code of Ethics.

3 DIRECTIVE ACKNOWLEDGMENT

Your Personal Commitment to the Citi Code of Ethics for Financial Professionals

I acknowledge that I have received and read the Citi Code of Ethics for Financial Professionals, dated November 2009, and understand my obligations as an employee to comply with the Code of Ethics.

I understand that my agreement to comply with the Code of Ethics does not constitute a contract of employment.

Please sign here:

_____ Date: _____

Please print your name:

_____

GEID Number:

_____