

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

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CITIGROUP GLOBAL MARKETS HOLDINGS INC

CIK: **200245** | IRS No.: **112418067** | State of Incorporation: **NY** | Fiscal Year End: **1231**
Type: **424B3** | Act: **33** | File No.: **333-106272** | Film No.: **04968760**
SIC: **6211** Security brokers, dealers & flotation companies

Mailing Address
*388 GREENWICH ST
38TH FLOOR
NEW YORK NY 10013*

Business Address
*388 GREENWICH ST
38TH FLOOR
NEW YORK NY 10013
2128166000*

Pricing Supplement No. A0040
Dated August 10, 2004
Rule 424(b) (3)
File No. 333-106272

(To Prospectus dated June 30, 2003 and
Prospectus Supplement dated July 11, 2003)

CITIGROUP GLOBAL MARKETS HOLDINGS INC.

Medium-Term Notes, Series A (Registered Notes)
Due Nine Months or More from the Date of Issue

Principal Amount or Face Amount: \$40,000,000.00
Issue Price: 100.00%
Proceeds to Company on original issuance: \$39,860,000.00
Commission: \$ 140,000.00

Citigroup Global Markets Inc.'s capacity on original issuance: As Principal
If as principal

- The Registered Notes are being offered at varying prices related to prevailing market prices at the time of resale.
- The Registered Notes are being offered at a fixed initial public offering price % of Principal Amount or Face Amount.

Form of Note: Global
Original Issue Date: August 12, 2004
Stated Maturity: August 3, 2009
Specified Currency:
(If other than U.S. Dollars)
Authorized Denominations:
(If other than as set forth
in the Prospectus Supplement)
Interest Payment Dates: The 1st of every Feb/May/Aug/Nov
(provided such dates are business days
in New York)
First Interest Payment Date: November 1, 2004
Accrue to Pay: Yes
Indexed Principal Note:
Type of Interest on Note: Floating Rate
Interest Rate (Fixed Rate Notes): N/A
Base Rate (Floating Rate Notes): LIBOR Telerate
Calculation Agent: Citibank
Computation of Interest: Actual over 360
(If other than as set forth
in the Prospectus Supplement)
Interest Reset Dates: Quarterly on each interest payment date.
Rate Determination Dates: 2 London business days prior.

(If other than as set forth
in the Prospectus Supplement)

Index Maturity:	USD 3 Month LIBOR
Spread:	+ 12 basis points
Spread Multiplier:	
Change in Spread, Spread Multiplier or Fixed Interest Rate prior to Stated Maturity:	No
Maximum Interest Rate:	
Minimum Interest Rate:	
Amortizing Note:	No
Renewable Note:	No
Optional Extension of Maturity:	No
Optional Redemption:	No
Optional Redemption Dates:	
Redemption Prices:	
Redemption:	
Optional Repayment:	No
Optional Repayment Dates:	
Optional Repayment Prices:	
Discount Note:	No
Total Amount of OID:	
Bond Yield to Call:	
Bond Yield to Maturity:	
Yield to Maturity:	
CUSIP:	17307EBF9