

CITIGROUP INVESTMENTS INC

Form 3

August 01, 2008

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

CITIGROUP INC

(Last) (First) (Middle)

399 PARK AVENUE, 3RD
FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/23/2008

3. Issuer Name and Ticker or Trading Symbol
Patriot Coal CORP [PCX]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner

____ Officer ____X____ Other

(give title below) (specify below)

See footnote 1 below

6. Individual or Joint/Group
Filing(Check Applicable Line)____ Form filed by One Reporting
Person_X_ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date Expiration
Exercisable Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of
Shares4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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(Instr. 5)

Call Option <u>(1)</u>	Â <u>(2)</u>	12/19/2008	Common Stock	2,000	\$ 145	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	12/19/2008	Common Stock	1,000	\$ 140	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	12/19/2008	Common Stock	1,000	\$ 130	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	12/19/2008	Common Stock	2,000	\$ 125	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	12/19/2008	Common Stock	900	\$ 120	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	12/19/2008	Common Stock	1,300	\$ 115	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	12/19/2008	Common Stock	7,100	\$ 110	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	12/19/2008	Common Stock	2,800	\$ 105	I	see Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	08/15/2008	Common Stock	18,500	\$ 145	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	08/15/2008	Common Stock	10,600	\$ 135	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	08/15/2008	Common Stock	18,100	\$ 130	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	08/15/2008	Common Stock	1,000	\$ 125	I	See Footnote <u>(3)</u> <u>(4)</u>
Call Option <u>(1)</u>	Â <u>(2)</u>	08/15/2008	Common Stock	1,100	\$ 110	I	See Footnote <u>(3)</u> <u>(4)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CITIGROUP INC 399 PARK AVENUE, 3RD FLOOR NEW YORK, NY 10022	Â	Â	Â	See footnote 1 below
CITIGROUP INVESTMENTS INC 731 LEXINGTON AVENUE, 26TH FLOOR NEW YORK, NY 10022	Â	Â	Â	See footnote 1
Citigroup Alternative Investments LLC 731 LEXINGTON AVENUE, 26TH FLOOR NEW YORK, NY 10022	Â	Â	Â	See footnote 1

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Citigroup Private Equity LP 731 LEXINGTON AVENUE, 26TH FLOOR NEW YORK, NY 10022	^	^	^	See footnote 1
Citigroup Capital Partners II 2006 Citigroup Investment, L.P. 731 LEXINGTON AVENUE, 26TH FLOOR NEW YORK, NY 10022	^	^	^	See footnote 1
Citigroup Capital Partners II Employee Master Fund, L.P. 731 LEXINGTON AVENUE, 26TH FLOOR NEW YORK, NY 10022	^	^	^	See footnote 1
CITIGROUP CAPITAL PARTNERS II ONSHORE L P 731 LEXINGTON AVENUE, 26TH FLOOR NEW YORK, NY 10022	^	^	^	See footnote 1
Citigroup Capital Partners II Cayman Holdings, L.P. 731 LEXINGTON AVENUE, 26TH FLOOR NEW YORK, NY 10022	^	^	^	See footnote 1

Signatures

Citigroup Inc. By: /s/ Riqueza V. Feaster Name: Riqueza V. Feaster Title: Assistant Secretary			08/01/2008
**Signature of Reporting Person			Date
Citigroup Investments Inc., By: /s/ Millie Kim, Name: Millie Kim, Title: Secretary			08/01/2008
**Signature of Reporting Person			Date
Citigroup Alternative Investments, LLC, By: /s/ Jason Ment, Name: Jason Ment, Title: Assistant Secretary			08/01/2008
**Signature of Reporting Person			Date
Citigroup Private Equity LP, By: /s/ Jason Ment, Name: Jason Ment, Title: Secretary			08/01/2008
**Signature of Reporting Person			Date
Citigroup Capital Partners II 2006 Citigroup Investment, L.P., By: Citigroup Private Equity LP, its general partner, By: /s/ Jason Ment, Name: Jason Ment, Title: Secretary			08/01/2008
**Signature of Reporting Person			Date
Citigroup Capital Partners II Employee Master Fund, L.P., By: Citigroup Private Equity LP, its general partner, By: /s/ Jason Ment, Name: Jason Ment, Title: Secretary			08/01/2008
**Signature of Reporting Person			Date
Citigroup Capital Partners II Onshore, L.P., By: Citigroup Private Equity LP, its general partner, By: /s/ Jason Ment, Name: Jason Ment, Title: Secretary			08/01/2008
**Signature of Reporting Person			Date
Citigroup Capital Partners II Cayman Holdings, L.P., By: Citigroup Private Equity LP, its general partner, By: /s/ Jason Ment, Name: Jason Ment, Title: Secretary			08/01/2008
**Signature of Reporting Person			Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1)

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The reporting persons may be deemed as members of a group beneficially owning 10% or more of the common stock of the issuer within the meaning of Section 13(d) of the Securities Exchange Act of 1934. Except as set forth below, the reporting persons disclaim beneficial ownership of all securities other than those reported above, and this report shall not be deemed an admission that such a group exists or that the reporting person is the beneficial owner of the securities of such group for purposes of Section 16 or for any other purpose.

- (2) All options are currently exercisable.

The shares of Common Stock reported in Table I represent 247,602 shares held directly by Citigroup Capital Partners II 2006 Citigroup Investment, L.P., 278,126 shares held directly by Citigroup Capital Partners II Employee Master Fund, L.P., 125,566 shares held directly by Citigroup Capital Partners II Onshore, L.P., 157,330 shares held directly by Citigroup Capital Partners II Cayman Holdings, L.P. (collectively, the "CCP Funds") and 63,699 shares held directly by Citigroup Inc. ("Citigroup"). Citigroup Private Equity, LP ("Citigroup PE") is the general partner of each of the CCP Funds, Citigroup Alternative Investments LLC ("CAI") is its general partner and is a wholly owned subsidiary of Citigroup.

- (3) Each of the CCP Funds disclaims beneficial ownership of any shares of Common Stock held by any other person and each of Citigroup, (4) CAI and Citigroup PE disclaims beneficial ownership of the shares held by the CCP Funds except to the extent of their pecuniary interest in the CCP Funds, if any.

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Remarks:

Part 3 of 3. Due to the SEC's 30 line limit in Table II, this Form 3 has been filed in 3 p

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.