## Edgar Filing: CIT GROUP INC - Form 4

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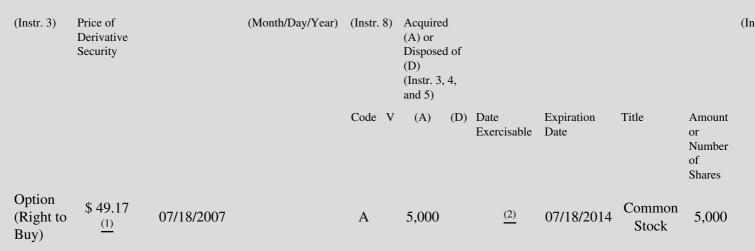
| Form 4  |                              |   |  |  |  |  |   |  |   |
|---|------------------------------|---|--|--|--|--|---|--|---|
| July 20, 2007   |                              |   |  |  |  |  |   |  |   |
| FORM 4  | UNITED                       | статрс  | SECU   | DITIFS                                 | AND FY   | CHANCE   | E COMMISSION  | т  | PPROVAL   |
|   | UNITED                       | SIAILS  |  | shington                               |  |  |   | N OMB<br>Number:   | 3235-0287   |
| Check this box if no longer                                     |                              |   |  |  | Expires:   | January 31,<br>2005  |   |  |   |
| subject to<br>Section 16.<br>Form 4 or<br>Form 5                |                              | EMENT OF CHANGES IN BENEFICIAL OWNERSHI<br>SECURITIES |  |  |  |  |   | Estimated<br>burden hou<br>response                                  | average<br>Irs per  |
| obligations<br>may continue.<br><i>See</i> Instruction<br>1(b). | -                            | a) of the l   | Public U   | Jtility Ho                             | lding Cor  |  | nge Act of 1934,<br>of 1935 or Section<br>940   | on   |   |
| (Print or Type Respon   | ises)                        |   |  |  |  |  |   |  |   |
| 1. Name and Address of Reporting Person <u>*</u><br>DALY JOHN F |                              |   | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>CIT GROUP INC [CIT] |  |  |  | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)                           |  |   |
| (Last) (  | First) (1                    | Middle)   | 3. Date of   | of Earliest 7                          | ransaction   |  | (Che  | ек ан аррисаы  | e)  |
| C/O CIT GROUP, 11 WEST 42ND<br>STREET                           |                              |   | (Month/Day/Year)<br>07/18/2007   |  |  |  | Director 10% Owner<br>X Officer (give title Other (specify<br>below) below)<br>President, Trade Finance |  |   |
| (Street)  |                              |   | 4. If Amendment, Date Original Filed(Month/Day/Year)                         |  |  | <ul> <li>6. Individual or Joint/Group Filing(Check<br/>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul> |   |  |   |
| NEW YORK, NY  | Y 10036                      |   |  |  |  |  | Person  | wore than one R  | eporting  |
| (City) (S   | State)                       | (Zip)   | Tab  | ole I - Non-                           | Derivative   | Securities A   | Acquired, Disposed  | of, or Beneficia   | lly Owned   |
|   | nsaction Date<br>h/Day/Year) | 2A. Deemo<br>Execution<br>any<br>(Month/Da            | Date, if   | 3.<br>Transactio<br>Code<br>(Instr. 8) | 4. Securit<br>onAcquired<br>Disposed<br>(Instr. 3, 4 | (A) or<br>of (D)<br>4 and 5)<br>(A)  | Securities<br>Beneficially<br>Owned   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |                              |   |  | Code V                                 | Amount   | or<br>(D) Price  | (Instr. 3 and 4)  |  |   |
| Reminder: Report on   | a separate line              | for each cl   | ass of sec   | urities bene                           | •  | •  | •   |  |   |
|   |                              |   |  |  | inforn<br>requii                                     | nation cont<br>red to resp<br>ays a curre  | spond to the colle<br>tained in this form<br>ond unless the fo<br>ntly valid OMB co                     | n are not<br>rm  | SEC 1474<br>(9-02)  |

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5. Number       | 6. Date Exercisable and | 7. Title and Amount of | 8. I |
|-------------|-------------|---------------------|--------------------|------------|-----------------|-------------------------|------------------------|------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onof Derivative | Expiration Date         | Underlying Securities  | Der  |
| Security    | or Exercise |                     | any                | Code       | Securities      | (Month/Day/Year)        | (Instr. 3 and 4)       | Sec  |

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## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |                      |                          |       |  |  |  |  |
|---|---------------|----------------------|--------------------------|-------|--|--|--|--|
| reporting o when reality real cost  | Director      | or 10% Owner Officer |                          | Other |  |  |  |  |
| DALY JOHN F<br>C/O CIT GROUP<br>11 WEST 42ND STREET<br>NEW YORK, NY 10036 |               |                      | President, Trade Finance |       |  |  |  |  |
| Signatures  |               |                      |                          |       |  |  |  |  |
| /s/ James P. Shanahan, attorney<br>Daly                                   | /-in-fact f   | for Mr.              | 07/19/2007               |       |  |  |  |  |

\*\*Signature of Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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).

Date

- (1) Based on closing price of CIT common stock on 7/18/2007, the grant date and day of earnings release.
- (2) Options vest and become exercisable in three equal installments on the first, second and third anniversaries of the grant date. Vested options first become exercisable on 07/18/08.

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.