Edgar Filing: OATES R. BRAD - Form 4

OATES R. BR Form 4	AD										
May 13, 2010	Д								PPROVAL		
Washington, D.C. 20549								N OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT OF CHANGES IN 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							Estimated burden hou response	Estimated average burden hours per response 0.5			
(Print or Type Res	sponses)										
1. Name and Address of Reporting Person <u>*</u> OATES R. BRAD			2. Issuer Name and Ticker or Trading Symbol CIT GROUP INC [CIT]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) C/O CIT GROUP INC., 1 CIT DRIVE			3. Date of Earliest Transaction(Month/Day/Year)05/11/2010			X Director 10% Owner Officer (give title Other (specify below) below)					
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)				nal	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 						
LIVINGSTON		(7:-)					Person				
	(State) Transaction Date Ionth/Day/Year)	(Zip) 2A. Deem Execution any (Month/Da	ed Date, if	3. Transactic Code (Instr. 8) Code V	4. Secur onAcquire Dispose (Instr. 3,	ities d (A) or d of (D) 4 and 5) (A) or	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Reminder: Report	on a separate line	for each cl	ass of sec	urities bene	Pers infor requ	ons who re mation con ired to resp lays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ently valid OMB co	n are not rm	SEC 1474 (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 of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities Acquired	(Month/Day/Year)	(Instr. 3 and 4)

Edgar Filing: OATES R. BRAD - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	(A) or Disposed of(D)(Instr. 3, 4, and 5)					
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Restricted Stock Units	(1)	05/11/2010		А	2,462.4158		(2)	(2)	Common Stock	2,462.4

Reporting Owners

Reporting Owner Name / Address	Relationships							
L O	Director	10% Owner	Officer	Other				
OATES R. BRAD C/O CIT GROUP INC. 1 CIT DRIVE LIVINGSTON, NJ 07039	Х							
Signatures								
/s/ James P. Shanahan, attorney-in-fact for Mr.								

05/13/2010 Oates **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).
- (1) Each restricted stock unit represents one share of CIT common stock.

RSU's are scheduled to vest in three equal installments on the first, second and third anniversaries of the date of grant and are payable (2) 50% in shares of CIT common stock and 50% in cash which payment shall be based on the closing price of CIT common stock on the vesting date.

Date

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.