

CIT GROUP INC  
Form 8-K  
December 22, 2016

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported):  
December 22, 2016 (December 22, 2016)

**CIT GROUP INC.**

(Exact name of registrant as specified in its  
charter)

**Delaware 001-31369 65-1051192**  
(State or other (Commission (IRS Employer  
jurisdiction of File Number) Identification No.)  
incorporation)

**11 West 42<sup>nd</sup> Street  
New York, New York 10036**  
(Address of registrant's principal executive office)

Registrant's telephone number, including area code: **(212) 461-5200**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On December 22, 2016, CIT Group Inc. announced the early deadline results as of 5:00 p.m., New York City time, on December 21, 2016, of its previously announced offer to certain eligible noteholders to exchange any and all of its outstanding 5.000% Senior Unsecured Notes due May 2017 for its newly issued 5.000% Senior Unsecured Notes due May 2018, pursuant to the terms and conditions set forth in the offering memorandum, dated December 8, 2016, and the related letter of transmittal.

A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated into this Item 8.01 by reference.

**Item 9.01. Financial Statements and Exhibits.**

*(d) Exhibits.*

99.1 Press release dated December 22, 2016.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CIT GROUP INC.**

(Registrant)

By: /s/ E. Carol Hayles

Name: E. Carol Hayles

Title: Executive Vice President and  
Chief Financial Officer

Dated: December 22, 2016

**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated December 22, 2016.