



Edgar Filing: CIT GROUP INC - Form 424B2

(1) This Registration Fee is calculated pursuant to Rule 457(o) under the Securities Act.

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**Accrual of Interest:** Interest payments will include the amount of interest accrued from and including the most recent Interest Payment Date to which interest has been paid (or from and including the Original Issue Date) to, but excluding, the applicable Interest Payment Date.

**Put Date:** October 1, 2018

**Put Notice Period:** Each Note will be repayable in whole or in part in increments of \$1,000 on the Put Date at the option of a holder of such Note, at 100% of its principal amount plus accrued interest to the Put Date.

In order to exercise such option, a holder must, upon at least 30 calendar days notice prior to the Put Date, instruct its direct or indirect participant through which it holds an interest in the Notes to notify The Depository Trust Company ( DTC ) of its election to have the Notes repaid in accordance with the then applicable operating procedures of DTC. DTC will in turn deliver such notice to the Trustee, JPMorgan Chase Bank, N.A.

DTC must receive any such notice from its participants no later than 5:00 pm (New York City time) on the 30th calendar day prior to the Put Date.

Different firms have different deadlines for accepting instructions from their customers. The holder should consult the direct or indirect participant through which it holds an interest in the Notes to ascertain the deadline for ensuring that timely notice will be delivered to DTC.

All instructions from a holder of the Notes to its participant relating to this option to elect repayment shall be irrevocable. Furthermore, at the time such instructions are given, such holder of the Notes shall cause its participant to transfer such holders interest in the Notes, on DTC s records to that of JPMorgan Chase Bank, N.A, as Trustee.

**Exchange Listing:** None.

**Other Provisions:** Notes means the \$500,000,000 5.80% Senior Notes due October 1, 2036.

Business Day means any day, other than a Saturday or Sunday, that is neither a legal holiday nor a day on which banking institutions are authorized or required by law or regulation (including any executive order) to close in The City of New York.

**Trustee, Registrar, Authenticating Agent, and Paying Agent:** JPMorgan Chase Bank, N.A.

<b>Agent:</b>	<b>Agent</b>	<b>Principal Amount</b>
	Lehman Brothers Inc.	\$500,000,000

**CUSIP:** 12560PFP1

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