

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 42nd 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

Exhibit No. Description

99.1 Press release dated December 22, 2016.