#### FARLINGER WILLIAM A

Form 4/A January 26, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Number:

Check this box if no longer subject to Section 16. Form 4 or

Form 5

obligations may continue. See Instruction

**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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* FARLINGER WILLIAM A

(First) (Last)

(Middle)

1 CIT DRIVE

(Street)

1.Title of

Security

(Instr. 3)

LIVINGSTON, NJ 07039

2. Issuer Name and Ticker or Trading

Symbol

CIT GROUP INC [CIT] 3. Date of Earliest Transaction

(Month/Day/Year) 01/21/2004

4. If Amendment, Date Original

Filed(Month/Day/Year) 01/21/2004

**OMB APPROVAL** 

OMB

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

X\_ Director 10% Owner Other (specify Officer (give title

6. Individual or Joint/Group Filing(Check

below)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

D

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(City) (State)

> 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Zip)

(Month/Day/Year)

4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 8)

Code V Amount

(Instr. 3, 4 and 5)

(A)

Securities Beneficially Owned Following Reported

5. Amount of

Form: Direct (D) or Indirect (I) (Instr. 4)

6. Ownership 7. Nature of

Indirect Beneficial Ownership (Instr. 4)

Transaction(s)

or (Instr. 3 and 4) (D) Price

Common 01/21/2004 Stock (1) (2)

320 (3) A A

2,736

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: FARLINGER WILLIAM A - Form 4/A

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5.	6. Date Exerc Expiration Da		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(i.i.dia. Dayi Teal)	any (Month/Day/Year)	Code (Instr. 8)	of (Month/Day/Year)			Underlying Securities (Instr. 3 and 4	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amour or Numbe of Shares	er	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
FARLINGER WILLIAM A 1 CIT DRIVE LIVINGSTON, NJ 07039	X					

# **Signatures**

James P. Shanahan, Attorney-in-Fact

\*\*Signature of Reporting Person Date

#### **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) Shares fully vest on January 21, 2005.
- (2) Filer elected to receive stock in lieu of cash compensation.
- (3) This amendment corrects the previously reported Securities Acquired Amount from 319 shares to 320 shares.

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. center">  $\frac{(7)}{2}$  Common Stock 3,539  $\frac{(7)}{2}$  175,196 D Common Stock Par Value \$1.00 \$ 33.7512/18/2006  $M_{\frac{(4)}{2}}$  3,834  $\frac{(4)}{2}$  Common Stock 3,834  $\frac{(4)}{2}$  171,362 D

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	

FERRISE SAM 840 CRESCENT CENTRE DRIVE, SUITE 600 FRANKLIN, TN 37067

President-Baldwin

Dalatianshins

Reporting Owners 2

## **Signatures**

Marcia S. Blaylock, By Power of Attorney 12/20/2006

\*\*Signature of Reporting Person Date

### **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) Dividend Reinvestment Plan
- (2) Purchased through Plan at market price
- (3) Employee Stock Purchase Plan
- (4) Vested and Issued Employee Restricted Stock Units
- (5) Employee Stock Option Right to Buy
- (6) 25% vesting occurs 12/18/07, 08, 09, 10
- (7) Employee Restricted Stock Units 25% vest on 12/18/07, 08, 09, 10

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