

CIT GROUP INC
Form FWP
July 31, 2012

Free Writing Prospectus
(Supplements the Preliminary Prospectus Registration Statement No. 333-180015
Supplement dated July 31, 2012)

Filed pursuant to Rule 433 under the Securities Act

CIT Group Inc.

\$1,750,000,000 4.250% Senior Unsecured Notes due 2017

\$1,250,000,000 5.000% Senior Unsecured Notes due 2022

Pricing Term Sheet

July 31, 2012

Terms Applicable to the 4.250% Senior Unsecured Notes due 2017

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|---|--|
| Issuer: | CIT Group Inc. |
| Title of Securities: | 4.250% Senior Unsecured Notes due 2017 |
| Principal Amount: | \$1,750,000,000 |
| Final Maturity Date: | August 15, 2017 |
| Price to Public: | 100.000% |
| Underwriting Discounts and Commissions: | 0.875% of principal amount |
| Coupon: | 4.250% |
| Yield to Maturity: | 4.250% |
| Benchmark Treasury: | UST .500% due July 31, 2017 |
| Benchmark Treasury Price and Yield: | 99-15¼ and 0.606% |
| Spread to Benchmark Treasury: | +364 basis points |
| CUSIP/ISIN Number: | 125581 GP7 / US 125581GP72 |

Terms Applicable to the 5.000% Senior Unsecured Notes due 2022

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| Issuer: | CIT Group Inc. |
| Title of Securities: | 5.000% Senior Unsecured Notes due 2022 |
| Principal Amount: | \$1,250,000,000 |
| Final Maturity Date: | August 15, 2022 |
| Price to Public: | 100.000% |
| Underwriting Discounts and Commissions: | 1.000% of principal amount |
| Coupon: | 5.000% |

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| Yield to Maturity: | 5.000% |
| Benchmark Treasury: | UST 1.750% due May 15, 2022 |
| Benchmark Treasury Price and Yield: | 102-07 and 1.505% |
| Spread to Benchmark Treasury: | +350 basis points |
| CUSIP/ISIN Number: | 125581 GQ5 / US 125581GQ55 |

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Terms Applicable to All Notes Offered Hereby

Interest Payment Dates: February 15 and August 15, commencing February 15, 2013
Record Dates: February 1 and August 1
Optional Redemption: Make-whole call at T+50 basis points
Deutsche Bank Securities Inc.
Goldman, Sachs & Co.
Joint Book-Running Managers: J.P. Morgan Securities LLC
Merrill Lynch, Pierce, Fenner & Smith Incorporated
Lead Manager: Credit Agricole Securities (USA) Inc.
Blaylock Robert Van, LLC
CastleOak Securities, L.P.
Co-Managers: Drexel Hamilton, LLC
Lebenthal & Co., LLC
Mischler Financial Group, Inc.
The Williams Capital Group, L.P.
Trade Date: July 31, 2012
Settlement Date: August 3, 2012 (T+3)

The Issuer has filed a registration statement (including a prospectus) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement, the preliminary prospectus supplement and other documents the Issuer has filed with the SEC for more complete information about the Issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC web site at www.sec.gov. Alternatively, the Issuer or any underwriter will arrange to send you the prospectus if you request it by calling any of the Joint Book-Running Managers at its number below:

| | |
|--|----------------|
| Deutsche Bank Securities Inc. | (800) 503-4611 |
| Goldman, Sachs & Co. | (866) 471-2526 |
| J.P. Morgan Securities LLC | (800) 245-8812 |
| Merrill Lynch, Pierce, Fenner & Smith Incorporated | (800) 294-1322 |

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