



<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>CIT Group Inc.</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet.)			
Name of Debtor:	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>		
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____			
(Name of landlord that obtained judgment)			
_____			
(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

**Voluntary Petition**  
*(This page must be completed and filed in every case.)*

Name of Debtor(s):  
**CIT Group Inc.**

**Signatures**

**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
 Signature of Debtor

X \_\_\_\_\_  
 Signature of Joint Debtor

\_\_\_\_\_  
 Telephone Number (if not represented by attorney)

\_\_\_\_\_  
 Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only **one** box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
 (Signature of Foreign Representative)

\_\_\_\_\_  
 (Printed Name of Foreign Representative)

\_\_\_\_\_  
 Date

**Signature of Attorney\***

X /s/ Gregg M. Galardi  
 Signature of Attorney for Debtor(s)  
Gregg M. Galardi  
 Printed Name of Attorney for Debtor(s)  
Skadden, Arps, Slate, Meagher & Flom LLP  
 Firm Name  
Four Times Square  
 Address New York, New York 10036

\_\_\_\_\_  
212-735-3000  
 Telephone Number  
11/1/2009  
 Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
 Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
 Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
 Address

X \_\_\_\_\_  
 \_\_\_\_\_  
 Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.*

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Robert J. Ingato  
 Signature of Authorized Individual  
Robert J. Ingato  
 Printed Name of Authorized Individual  
Executive Vice President and General Counsel  
 Title of Authorized Individual  
11/1/2009  
 Date

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- x  
:
  
In re: : Chapter 11
  
:
  
CIT GROUP INC., et al., : Case No. 09-
  
:
  
Debtors. : (Joint Administration Requested)
  
:
  
----- x

**EXHIBIT "A" TO VOLUNTARY PETITION**

1. The securities of CIT Group Inc. and certain of its subsidiaries (collectively, "CIT") identified below are registered under section 12 of the Securities and Exchange Act of 1934. The SEC file number is 001-31369.

2. The following financial data, which is consolidated among CIT and certain of its subsidiaries (including subsidiaries which are not debtors in these chapter 11 cases), is the latest available information and refers to the CIT's and its debtor-subsidiaries' condition on June 30, 2009.<sup>1</sup>

- a. Total assets \$71,019,200,000
- b. Total liabilities \$64,901,200,000
- c. Debt securities held by more than 500 holders:<sup>2</sup>

**CIT Group Inc. Outstanding Notes**

<u>Title</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP/ISIN</u>
6.875% Notes due November 1, 2009 .....	USD 300,000,000	12560PCL3
4.125% Notes due November 3, 2009 .....	USD 500,000,000	125581AM0
3.85% Notes due November 15, 2009 .....	USD 1,959,000	12557WJP7
4.63% Notes due November 15, 2009 .....	USD 1,349,000	12557WLV1
5.05% Notes due November 15, 2009 .....	USD 2,800,000	12557WPC9
5.00% Notes due November 15, 2009 .....	USD 4,217,000	12557WB26

<sup>1</sup> Source: Form 10-Q of CIT Group Inc. filed pursuant to Section 15(d) of the Securities Exchange Act of 1934 on August 17, 2009.

<sup>2</sup> CIT is unable to determine the precise number of holders of its debt securities. Accordingly, CIT elects to identify all outstanding debt securities in response to this inquiry. All debt securities of CIT are unsecured.

<u>Title</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP/ISIN</u>
5.00% Notes due November 15, 2009 .....	USD 5,083,000	12557WB59
5.00% Notes due November 15, 2009 .....	USD 6,146,000	12557WB83
3.95% Notes due December 15, 2009.....	USD 3,314,000	12557WJV4
4.80% Notes due December 15, 2009.....	USD 2,073,000	12557WMB4
4.70% Notes due December 15, 2009.....	USD 285,000	12557WPL9
4.85% Notes due December 15, 2009.....	USD 582,000	12557WPU9
6.25% Notes due December 15, 2009.....	USD 63,703,000	12557WSJ1
6.50% Notes due December 15, 2009.....	USD 40,994,000	12557WSM4
Floating Rate Notes due December 21, 2009 .....	USD 113,000,000	12560PDL2
4.25% Notes due February 1, 2010.....	USD 750,000,000	125581AQ1
4.05% Notes due February 15, 2010.....	USD 4,172,000	12557WKE0
5.15% Notes due February 15, 2010.....	USD 1,918,000	12557WQC8
5.05% Notes due February 15, 2010.....	USD 1,497,000	12557WQL8
6.50% Notes due February 15, 2010.....	USD 58,219,000	12557WSX0
6.25% Notes due February 15, 2010.....	USD 44,138,000	12557WTE1
Floating Rate Notes due March 1, 2010 .....	CHF 100,000,000	CH00293 82659
2.75% Notes due March 1, 2010.....	CHF 50,000,000	CH0029407191
Floating Rate Notes due March 12, 2010 .....	USD 1,000,000,000	125581CX4
4.30% Notes due March 15, 2010.....	USD 1,822,000	12557WKL4
5.05% Notes due March 15, 2010.....	USD 4,241,000	12557WMH1
5.15% Notes due March 15, 2010.....	USD 6,375,000	12557WMP3
4.90% Notes due March 15, 2010.....	USD 297,000	12557WQU8
4.85% Notes due March 15, 2010.....	USD 784,000	12557WRC7
6.50% Notes due March 15, 2010.....	USD 33,677,000	12557WTL5
Floating Rate Notes due March 22, 2010 .....	USD 150,000,000	12560PFN6
4.45% Notes due May 15, 2010.....	USD 3,980,000	12557WKS9
5.25% Notes due May 15, 2010.....	USD 2,414,000	12557WMV0
4.30% Notes due June 15, 2010.....	USD 1,013,000	12557WKX8
4.35% Notes due June 15, 2010.....	USD 1,419,000	12557WLE9
5.30% Notes due June 15, 2010.....	USD 2,622,000	12557WNB3
4.60% Notes due August 15, 2010.....	USD 1,131,000	12557WLL3
5.45% Notes due August 15, 2010.....	USD 11,920,000	12557WNH0
5.50% Notes due August 15, 2010.....	USD 1,511,000	12557WA92
4.25% Notes due September 15, 2010 .....	USD 295,000	12557WLS8
5.25% Notes due September 15, 2010 .....	USD 11,403,000	12557WNR8
5.20% Notes due November 3, 2010 .....	USD 500,000,000	125577AS5
Floating Rate Notes due November 3, 2010.....	USD 474,000,000	125577AT3

<u>Title</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP/ISIN</u>
5.05% Notes due November 15, 2010 .....	USD 9,054,000	12557WLY5
5.25% Notes due November 15, 2010 .....	USD 6,349,000	12557WNZ0
5.25% Notes due November 15, 2010 .....	USD 12,292,000	12557WC33
5.25% Notes due November 15, 2010 .....	USD 1,686,000	12557WC74
4.75% Notes due December 15, 2010.....	USD 750,000,000	12560PDB4
5.00% Notes due December 15, 2010.....	USD 5,842,000	12557WME8
5.05% Notes due December 15, 2010.....	USD 5,926,000	12557WPH8
4.90% Notes due December 15, 2010.....	USD 3,188,000	12557WPR6
5.25% Notes due December 15, 2010.....	USD 807,000	12557WSE2
6.50% Notes due December 15, 2010.....	USD 12,177,000	12557WSR3
6.50% Notes due January 15, 2011.....	USD 17,752,000	12557WSV4
4.72% Notes due February 10, 2011.....	CAD 400,000,000	125581AU2
5.15% Notes due February 15, 2011.....	USD 2,158,000	12557WPZ8
5.15% Notes due February 15, 2011.....	USD 1,458,000	12557WQH7
6.60% Notes due February 15, 2011.....	USD 25,229,000	12557WTB7
Floating Rate Notes due February 28, 2011 <sup>(1)</sup> .....	GBP 70,000,000	XS0245933 121
5.05% Notes due March 15, 2011.....	USD 1,560,000	12557WML2
5.00% Notes due March 15, 2011.....	USD 1,001,000	12557WQR5
4.90% Notes due March 15, 2011.....	USD 806,000	12557WQZ7
5.00% Notes due March 15, 2011.....	USD 1,589,000	12557WRH6
6.75% Notes due March 15, 2011.....	USD 7,604,000	12557WTJ0
6.50% Notes due March 15, 2011.....	USD 6,187,000	12557WTQ4
5.15% Notes due April 15, 2011.....	USD 957,000	12557WMS7
Floating Rate Notes due April 27, 2011 .....	USD 280,225,000	125581BA5
5.60% Notes due April 27, 2011.....	USD 750,000,000	125581AZ1
5.40% Notes due May 15, 2011 .....	USD 1,283,000	12557WMY4
5.35% Notes due June 15, 2011.....	USD 558,000	12557WNE7
Floating Rate Notes due July 28, 2011 .....	USD 669,500,000	125581BE7
5.80% Notes due July 28, 2001 .....	USD 550,000,000	125581BF4
5.35% Notes due August 15, 2011.....	USD 2,254,000	12557WNM9
5.20% Notes due September 15, 2001 .....	USD 2,685,000	12557WNV9
Floating Rate Notes due September 21, 2011 <sup>(1)</sup> .....	GBP 40,000,000	XS0268935698
4.25% Notes due September 22, 2011 <sup>(2)</sup> .....	EUR 750,000,000	XS0201605192
5.20% Notes due November 15, 2001 .....	USD 7,392,000	12557WPD7
5.25% Notes due November 15, 2011 .....	USD 4,427,000	12557WB34
5.25% Notes due November 15, 2011 .....	USD 5,175,000	12557WB67
5.25% Notes due November 15, 2011 .....	USD 4,944,000	12557WB91

<u>Title</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP/ISIN</u>
Floating Rate Notes due November 30, 2011 <sup>(1)</sup> .....	EUR 500,000,000	XS0275670965
4.85% Notes due December 15, 2011.....	USD 482,000	12557WPM7
5.00% Notes due December 15, 2011.....	USD 1,685,000	12557WPV7
5.40% Notes due February 13, 2012.....	USD 479,996,000	125581CT3
Floating Rate Notes due February 13, 2012 .....	USD 654,250,000	125581CU0
5.25% Notes due February 15, 2012.....	USD 2,937,000	12557WQD6
5.15% Notes due February 15, 2012.....	USD 1,532,000	12557WQM6
7.25% Notes due February 15, 2012.....	USD 30,577,000	12557WSY8
7.00% Notes due February 15, 2012.....	USD 17,676,000	12557WTF8
5.00% Notes due March 15, 2012.....	USD 482,000	12557WQV6
5.00% Notes due March 15, 2012.....	USD 1,059,000	12557WRD5
7.25% Notes due March 15, 2012.....	USD 13,609,000	12557WTM3
7.75% Notes due April 2, 2012.....	USD 259,646,000	125581AB4
5.75% Notes due August 15, 2012.....	USD 466,000	12557WA68
3.80% Notes due November 14, 2012 <sup>(1)</sup> .....	EUR 450,000,000	XS0234935434
5.50% Notes due November 15, 2012 .....	USD 2,711,000	12557WC41
5.50% Notes due November 15, 2012 .....	USD 1,381,000	12557WC82
7.63% Notes due November 30, 2012 .....	USD 1,277,653,000	125577AZ9
5.50% Notes due December 15, 2012.....	USD 495,000	12557WSF9
7.00% Notes due December 15, 2012.....	USD 36,343,000	12557WSK8
7.25% Notes due December 15, 2012.....	USD 19,425,000	12557WSN2
7.30% Notes due December 15, 2012.....	USD 11,775,000	12557WSS1
Floating Rate Notes due December 21, 2012 .....	USD 290,705,000	12560PEP2
6.15% Notes due January 15, 2013.....	USD 29,038,000	12557WAZ4
6.25% Notes due January 15, 2013.....	USD 62,461,000	12557WBC4
6.15% Notes due January 15, 2013.....	USD 52,560,000	12557WBF7
6.25% Notes due January 15, 2013.....	USD 53,967,000	12557WBJ9
7.50% Notes due January 15, 2013.....	USD 27,292,000	12557WSW2
6.25% Notes due February 15, 2013.....	USD 22,781,000	12557WBM2
6.20% Notes due February 15, 2013.....	USD 24,387,000	12557WBQ3
6.00% Notes due February 15, 2013.....	USD 22,368,000	12557WBT7
7.60% Notes due February 15, 2013.....	USD 23,615,000	12557WTC5
6.15% Notes due February 15, 2013.....	USD 23,318,000	12557WBW0
5.40% Notes due March 7, 2013.....	USD 483,516,000	125581AX6
7.75% Notes due March 15, 2013.....	USD 18,242,000	12557WTK7
7.90% Notes due March 15, 2013.....	USD 17,591,000	12557WTN1
7.25% Notes due March 15, 2013.....	USD 5,350,000	12557WTR2

<u>Title</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP/ISIN</u>
6.00% Notes due March 15, 2013.....	USD 26,178,000	12557WBZ3
6.00% Notes due March 15, 2013.....	USD 27,547,000	12557WCC3
6.10% Notes due March 15, 2013.....	USD 27,499,000	12557WCF6
6.25% Notes due March 15, 2013.....	USD 26,121,000	12557WCJ8
6.15% Notes due April 15, 2013.....	USD 24,593,000	12557WCM1
6.15% Notes due April 15, 2013.....	USD 28,983,000	12557WCQ2
6.05% Notes due April 15, 2013.....	USD 19,386,000	12557WCT6
6.05% Notes due May 15, 2013.....	USD 44,494,000	12557WCW9
4.95% Notes due May 15, 2013.....	USD 9,133,000	12557WCZ2
4.95% Notes due May 15, 2013.....	USD 11,492,000	12557WDC2
4.88% Notes due June 15, 2013.....	USD 6,237,000	12557WDF5
4.85% Notes due June 15, 2013.....	USD 7,956,000	12557WDJ7
4.60% Notes due June 15, 2013.....	USD 9,421,000	12557WDM0
4.45% Notes due June 15, 2013.....	USD 5,051,000	12557WDQ1
Floating Rate Notes due June 20, 2013 <sup>(1)</sup> .....	EUR 500,000,000	XS0258343564
5.05% Notes due July 15, 2013 .....	USD 5,228,000	12557WEF4
4.65% Notes due July 15, 2013 .....	USD 9,267,000	12557WDT5
4.75% Notes due July 15, 2013 .....	USD 2,318,000	12557WDW8
5.00% Notes due July 15, 2013 .....	USD 15,182,000	12557WDZ1
4.75% Notes due July 15, 2013 .....	USD 5,779,000	12557WEC1
5.30% Notes due August 15, 2013.....	USD 7,479,000	12557WEJ6
5.50% Notes due August 15, 2013.....	USD 2,903,000	12557WEM9
5.50% Notes due August 15, 2013.....	USD 6,810,000	12557WEQ0
5.40% Notes due September 15, 2013 .....	USD 2,445,000	12557WET4
5.50% Notes due September 15, 2013 .....	USD 4,171,000	12557WEW7
5.25% Notes due September 15, 2013 .....	USD 4,374,000	12557WEZ0
5.20% Notes due September 15, 2013 .....	USD 4,378,000	12557WFC0
5.20% Notes due October 15, 2013 .....	USD 5,497,000	12557WFF3
5.20% Notes due October 15, 2013 .....	USD 8,130,000	12557WFJ5
5.25% Notes due October 15, 2013 .....	USD 3,359,000	12557WFM8
5.30% Notes due November 15, 2013 .....	USD 3,146,000	12557WFQ9
5.10% Notes due November 15, 2013 .....	USD 7,480,000	12557WFT3
5.40% Notes due December 15, 2013.....	USD 5,783,000	12557WFW6
5.20% Notes due December 15, 2013.....	USD 7,241,000	12557WFZ9
5.10% Notes due January 15, 2014.....	USD 2,897,000	12557WGC9
4.85% Notes due January 15, 2014.....	USD 1,333,000	12557WGF2
5.00% Notes due February 13, 2014.....	USD 671,749,000	125581AH1

<u>Title</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP/ISIN</u>
5.00% Notes due February 15, 2014.....	USD 5,957,000	12557WGJ4
4.90% Notes due February 15, 2014.....	USD 1,958,000	12557WGM7
7.85% Notes due February 15, 2014.....	USD 23,034,000	12557WSZ5
7.65% Notes due February 15, 2014.....	USD 10,897,000	12557WTG6
4.80% Notes due March 15, 2014.....	USD 4,492,000	12557WQG8
4.60% Notes due March 15, 2014.....	USD 4,211,000	12557WGT2
7.85% Notes due March 15, 2014.....	USD 4,573,000	12557WTS0
4.80% Notes due April 15, 2014.....	USD 2,177,000	12557WGW5
5.10% Notes due April 15, 2014.....	USD 5,735,000	12557WZ8
5.00% Notes due May 13, 2014 <sup>(2)</sup> .....	EUR 463,405,000	XS0192461837
5.25% Notes due May 15, 2014.....	USD 4,898,000	12557WHC8
5.80% Notes due May 15, 2014.....	USD 11,357,000	12557WHF1
5.70% Notes due June 15, 2014.....	USD 8,890,000	12557WHJ3
5.75% Notes due June 15, 2014.....	USD 10,815,000	12557WHM6
5.75% Notes due June 15, 2014.....	USD 1,930,000	12557WRU7
5.85% Notes due June 15, 2014.....	USD 1,593,000	12557WRX1
6.00% Notes due June 15, 2014.....	USD 10,892,000	12557WSA0
5.65% Notes due July 15, 2014 .....	USD 8,504,000	12557WHQ7
5.30% Notes due July 15, 2014 .....	USD 10,005,000	12557WHT1
5.20% Notes due August 15, 2014.....	USD 5,691,000	12557WHW4
5.30% Notes due August 15, 2014.....	USD 3,915,000	12557WHZ7
6.00% Notes due August 15, 2014.....	USD 2,555,000	12557WA27
6.00% Notes due August 15, 2014.....	USD 2,389,000	12557WA76
5.25% Notes due September 15, 2014 .....	USD 16,332,000	12557WJC6
5.05% Notes due September 15, 2014 .....	USD 17,112,000	12557WJF9
5.125% Notes due September 30, 2014 .....	USD 638,267,000	125581AK4
4.90% Notes due October 15, 2014 .....	USD 5,520,000	12557WJJ1
5.10% Notes due October 15, 2014 .....	USD 13,944,000	12557WJM4
5.05% Notes due November 15, 2014 .....	USD 7,238,000	12557WJQ5
5.50% Notes due December 1, 2014 <sup>(2)</sup> .....	GBP 480,000,000	XS0207079764
5.125% Notes due December 15, 2014.....	USD 7,632,000	12557WJT9
5.10% Notes due December 15, 2014.....	USD 18,101,000	12557WJW2
5.05% Notes due January 15, 2015.....	USD 6,302,000	12557WJZ5
5.00% Notes due February 1, 2015.....	USD 671,141,000	125581AR9
4.95% Notes due February 15, 2015.....	USD 6,678,000	12557WKC4
4.90% Notes due February 15, 2015.....	USD 6,848,000	12557WKF7
7.90% Notes due February 15, 2015.....	USD 24,329,000	12557WTD3

<u>Title</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP/ISIN</u>
5.10% Notes due March 15, 2015.....	USD 12,247,000	12557WKJ9
5.05% Notes due March 15, 2015.....	USD 2,575,000	12557WKM2
4.25% Notes due March 17, 2015 <sup>(2)</sup> .....	EUR 412,500,000	XS0215269670
5.375% Notes due April 15, 2015.....	USD 6,369,000	12557WKQ3
5.25% Notes due May 15, 2015.....	USD 15,954,000	12557WKT7
5.30% Notes due May 15, 2015.....	USD 27,090,000	12557WKW0
5.10% Notes due June 15, 2015.....	USD 14,930,000	12557WKZ3
5.05% Notes due June 15, 2015.....	USD 10,912,000	12557WLA7
5.20% Notes due June 15, 2015.....	USD 8,322,000	12557WLF6
5.30% Notes due August 15, 2015.....	USD 10,741,000	12557WLJ8
5.375% Notes due August 15, 2015.....	USD 15,892,000	12557WLM1
5.25% Notes due September 15, 2015.....	USD 11,241,000	12557WLQ2
5.10% Notes due September 15, 2015.....	USD 4,898,000	12557WLT6
5.50% Notes due November 15, 2015.....	USD 4,016,000	12557WLW9
5.80% Notes due November 15, 2015.....	USD 7,456,000	12557WLZ2
5.75% Notes due December 15, 2015.....	USD 8,155,000	12557WMC2
5.80% Notes due December 15, 2015.....	USD 12,621,000	12557WMF5
5.40% Notes due January 30, 2016.....	USD 604,263,000	125581AW8
5.85% Notes due March 15, 2016.....	USD 14,372,000	12557WMJ7
5.80% Notes due March 15, 2016.....	USD 11,705,000	12557WMM0
6.00% Notes due March 15, 2016.....	USD 69,046,000	12557WMQ1
5.88% Notes due April 15, 2016.....	USD 4,888,000	12557WMT5
6.05% Notes due May 15, 2016.....	USD 14,943,000	12557WMW8
6.15% Notes due May 15, 2016.....	USD 18,636,000	12557WMZ1
6.10% Notes due June 15, 2016.....	USD 15,478,000	12557WNC1
6.10% Notes due June 15, 2016.....	USD 17,660,000	12557WNF4
6.20% Notes due August 15, 2016.....	USD 37,135,000	12557WNJ6
6.13% Notes due August 15, 2016.....	USD 36,401,000	12557WNN7
5.85% Notes due September 15, 2016.....	USD 391,533,000	12558 1CS5
6.05% Notes due September 15, 2016.....	USD 31,772,000	12557WNS6
5.95% Notes due September 15, 2016.....	USD 11,219,000	12557WNW7
4.65% Notes due September 19, 2016.....	EUR 474,000,000	XS0268133799
6.00% Notes due November 15, 2016.....	USD 29,155,000	12557WPA3
5.95% Notes due November 15, 2016.....	USD 13,264,000	12557WPE5
Floating Rate Notes due December 14, 2016.....	USD 34,452,000	12560PDK4
5.80% Notes due December 15, 2016.....	USD 35,842,000	12557WPJ4
5.65% Notes due December 15, 2016.....	USD 8,701,000	12557WPN5

<u>Title</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP/ISIN</u>
5.70% Notes due December 15, 2016.....	USD 9,571,000	12557WPS4
5.70% Notes due December 15, 2016.....	USD 9,817,000	12557WPW5
5.50% Notes due December 20, 2016.....	GBP 367,400,000	XS0278525992
5.65% Notes due February 13, 2017.....	USD 548,087,000	125577AY2
5.85% Notes due February 15, 2017.....	USD 7,724,000	12557WQA2
5.95% Notes due February 15, 2017.....	USD 11,074,000	12557WQE4
5.85% Notes due February 15, 2017.....	USD 6,471,000	12557WQJ3
5.80% Notes due February 15, 2017.....	USD 7,792,000	12557WQN4
Floating Rate Notes due March 15, 2017 .....	USD 50,000,000	12560PDR9
5.75% Notes due March 15, 2017.....	USD 6,741,000	12557WQS3
5.75% Notes due March 15, 2017.....	USD 13,498,000	12557WQW4
5.70% Notes due March 15, 2017.....	USD 9,533,000	12557WRA1
5.65% Notes due March 15, 2017.....	USD 5,935,000	12557WRE3
5.75% Notes due March 15, 2017.....	USD 10,298,000	12557WRJ2
5.75% Notes due May 15, 2017.....	USD 2,708,000	12557WRL7
5.80% Notes due May 15, 2017.....	USD 3,779,000	12557WRN3
5.80% Notes due May 15, 2017.....	USD 5,038,000	12557WRQ6
5.3 8% Notes due June 15, 2017 <sup>(5)</sup> .....	GBP 300,000,000	XS027632734
6.00% Notes due June 15, 2017.....	USD 23,842,000	12557WRS2
6.00% Notes due June 15, 2017.....	USD 8,205,000	12557WRV5
6.10% Notes due June 15, 2017.....	USD 6,648,000	12557WRY9
6.25% Notes due June 15, 2017.....	USD 10,535,000	12557WSB8
6.25% Notes due August 15, 2017.....	USD 1,190,000	12557WA35
6.25% Notes due November 15, 2017 .....	USD 8,958,000	12557WB42
6.25% Notes due November 15, 2017 .....	USD 11,778,000	12557WB75
6.25% Notes due November 15, 2017 .....	USD 6,339,000	12557WC25
6.40% Notes due November 15, 2017 .....	USD 3,404,000	12557WC58
6.50% Notes due November 15, 2017 .....	USD 2,197,000	12557WC90
10-Year Forward Rate Bias Notes due December 11, 2017 <sup>(3)</sup> .....	USD 500,000,000	N/A
6.50% Notes due December 15, 2017.....	USD 556,000	12557WSG7
7.50% Notes due December 15, 2017.....	USD 24,275,000	12557WSL6
7.75% Notes due December 15, 2017.....	USD 14,936,000	12557WSP7
7.80% Notes due December 15, 2017.....	USD 8,731,000	12557WST9
12.00% Notes due December 18, 2018.....	USD 1,117,448,000	125581FS2
12.00% Notes due December 18, 2018.....	USD 31,559,000	U17186AF1
5.80% Senior Notes due October 1, 2036 <sup>(4)</sup> .....	USD 316,015,000	12560PFP1

<u>Title</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP/ISIN</u>
6.25% Notes due August 15, 2021.....	USD 43,204,000	12557WNP2
6.35% Notes due August 15, 2021.....	USD 19,139,000	12557WNK3
6.15% Notes due September 15, 2021 .....	USD 27,174,000	12557WNX5
6.25% Notes due September 15, 2021 .....	USD 38,817,000	12557WNT4
6.10% Notes due November 15, 2021 .....	USD 63,647,000	12557WPF2
6.25% Notes due November 15, 2021 .....	USD 35,172,000	12557WPB1
5.85% Notes due December 15, 2021.....	USD 14,529,000	12557WPP0
5.875% Notes due December 15, 2021.....	USD 18,181,000	12557WPT2
5.90% Notes due December 15, 2021 .....	USD 18,463,000	12557WPX3
6.00% Notes due December 15, 2021.....	USD 58,477,000	12557WPK1
5.95% Notes due February 15, 2022.....	USD 12,325,000	12557WQP9
6.00% Notes due February 15, 2022.....	USD 47,741,000	12557WQB0
6.00% Notes due February 15, 2022.....	USD 36,570,000	12557WQK0
6.05% Notes due February 15, 2022.....	USD 24,258,000	12557WQF1
5.85% Notes due March 15, 2022.....	USD 12,016,000	12557WQX2
5.85% Notes due March 15, 2022.....	USD 15,025,000	12557WRB9
5.85% Notes due March 15, 2022.....	USD 19,227,000	12557WRF0
5.90% Notes due March 15, 2022.....	USD 8,296,000	12557WQT1
5.95% Notes due March 15, 2022.....	USD 27,181,000	12557WRK9
6.00% Notes due May 15, 2022.....	USD 13,726,000	12557WRM5
6.00% Notes due May 15, 2022.....	USD 18,355,000	12557WRP8
6.00% Notes due May 15, 2022.....	USD 11,441,000	12557WRR4
6.15% Notes due June 15, 2022.....	USD 30,302,000	12557WRT0
6.20% Notes due June 15, 2022.....	USD 6,819,000	12557WRW3
6.25% Notes due June 15, 2022.....	USD 4,611,000	12557WRZ6
6.50% Notes due June 15, 2022.....	USD 15,028,000	12557WSC6
6.50% Notes due August 15, 2022.....	USD 1,457,000	12557WA43
6.50% Notes due August 15, 2022.....	USD 397,000	12557WA84
6.70% Notes due November 15, 2022 .....	USD 1,930,000	12557WC66
6.75% Notes due November 15, 2022 .....	USD 2,609,000	12557WSD4
6.75% Notes due December 15, 2022.....	USD 676,000	12557WSH5
6.00% Notes due April 1, 2036.....	USD 309,021,000	125581AY4
2.83% Notes due April 2, 2036 <sup>(6)</sup> .....	JPY 20,000,000	XS0249719534
Hybrid Equity Units.....		125581405

(1) Listed on the London Stock Exchange. Following consummation of the Plan, the Debtors intend to delist these notes from the London Stock Exchange's Gilt Edged and Fixed Interest Market.

- (2) Listed on the Luxembourg Stock Exchange. Following consummation of the Plan, the Debtors intend to delist these notes from the Luxembourg Stock Exchange.
- (3) These securities are not listed with the Depository Trust Company.
- (4) The 5.80% Senior Notes due October 1, 2036 have a put right on October 1, 2018.
- (5) The 5.38% Notes due June 15, 2017 have a put right on June 15, 2010.
- (6) These securities are not listed with the Depository Trust Company (“DTC”).

**CIT Group Funding Company of Delaware LLC Outstanding Notes**

<u>Title</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP/ISIN</u>
4.65% Notes due July 1, 2010 .....	\$ 1,000,000,000	125568AA3/ 125568AB1
5.60% Notes due November 2, 2011 .....	\$ 487,000,000	125568AE5
5.20% Notes due June 1, 2015 .....	\$ 657,408,000	125568AC9/ 125568AD7

d. As of June 30, 2009, CIT Group Inc. had four series of preferred stock issued and outstanding.

e. As of June 30, 2009, CIT Group Inc. had 398,289,150 shares of common stock issued, 392,067,503 of which were outstanding.

3. Brief description of CIT's business:

CIT Group Inc., a Delaware corporation, is a bank holding company providing commercial financing and leasing products and management advisory services. CIT focuses on commercial clients with a particular emphasis on middle-market companies in a wide variety of industries including transportation, particularly aerospace and rail, manufacturing, wholesaling, retailing, healthcare, communications, media and entertainment and various service-related industries. CIT operates primarily in North America, with locations in Europe, Latin America, Australia and the Asia-Pacific region.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of CIT Group Inc.:

The table below shows the name and address of each person or company known to CIT Group Inc. that beneficially owns in excess of 5% of any class of voting stock. Information in this table is as of December 31, 2008, based upon reports on Schedule 13G filed with the Securities and Exchange Commission on or before February 15, 2009.

<u>Title of Class of Stock</u>	<u>Name and Address of Beneficial Owner</u>	<u>Amount and Nature of Beneficial Ownership</u>	<u>Percentage of Common Stock</u>
Common Stock	FMR LLC 82 Devonshire Street	(1) 37,361,875	9.90%

Boston, MA 02109

Common Stock	Brandes Investment Partners, LP 11988 El Camino Real, Suite 500 San Diego, CA 92130	(2) 28,465,717	9.70%
Common Stock	Franklin Mutual Advisors LLC 101 John F. Kennedy Parkway Short Hills, NJ 07078-2789	(3) 21,504,101	5.70%

- (1) FMR LLC reports sole voting power over 967,721 shares and sole dispositive power over 37,361,875 shares. The beneficial ownership position reported by FMR LLC in its Schedule 13G filed February 17, 2009 includes 5,758,011 common shares relating to its right to convert its 1,456,765 shares of CIT Group Inc. 8.75% Non-Cumulative Perpetual Convertible Preferred Stock, Series C to common shares at an exchange ratio of 3.9526 shares of common for each share of Convertible Preferred Stock.
- (2) Brandes Investment Partners, L.P. reports shared voting power over 24,925,110 shares and shared dispositive power over 28,465,717 shares.
- (3) Franklin Mutual Advisors LLC reports sole voting power over 21,504,101 shares and sole dispositive power over 21,504,101 shares.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- x  
In re: : Chapter 11  
: :  
CIT GROUP INC., et al., : Case No. 09-  
: :  
Debtors. : (Joint Administration Requested)  
: :  
----- x

**LIST OF CREDITORS HOLDING  
LARGEST UNSECURED CLAIMS**

I, Eric Mandelbaum, Senior Vice President and Deputy General Counsel of CIT Group Inc., a Delaware corporation, declare under penalty of perjury that I have read the consolidated list of creditors holding the largest unsecured claims, attached hereto as Exhibit A, and that it is true and correct to the best of my knowledge, information, and belief.

Dated: New York, New York  
November 1, 2009

By: /s/ Eric Mandelbaum  
Name: Eric Mandelbaum  
Title: Senior Vice President and  
Deputy General Counsel of  
CIT Group Inc.

## **EXHIBIT A**

### **LIST OF CREDITORS HOLDING LARGEST UNSECURED CLAIMS**

This list contains creditors holding the largest unsecured claims against CIT Group Inc. ("CIT") as of November 1, 2009. This list is based upon the books and records of CIT, having commenced a chapter 11 case in this Court. The information presented in the list shall not constitute an admission by, nor is it binding on, CIT.

This list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include persons who come within the definition of "insider" set forth in 11 U.S.C. § 101. In addition, this list does not include any secured creditors.

Certain addresses of creditors (in most instances, foreign creditors) were unavailable at the time the chapter 11 cases were commenced. CIT is continuing to attempt to locate complete contact information for these creditors.

CIT Group Inc.  
**Exhibit C - Consolidated List of Creditors Holding the Top 75 Largest Unsecured Claims**  
(\$ in USD)

	Creditor Name	Contact Mailing Address & Telephone Number	Nature of Claim	Amount of Claim <sup>(1)</sup>	Contingent, Unliquidated, Disputed or Partially Secured
1	BANK OF AMERICA N.A. (ADMINISTRATIVE AND COLLATERAL AGENT)	TX1-492-14-11 901 MAIN STREET DALLAS, TX 75202-3714 ATTENTION: RICHARD PILAND TEL: 214-209-0987  1455 MARKET STREET, 5TH FLOOR CA5-701-05-19 SAN FRANCISCO, CA 94103 ATTENTION: CHARLES GRABER TEL: 415-436-3495	EXPANSION TERM FACILITY	\$7,500,000,000	CONTINGENT
2	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	RETAIL BONDS	\$3,154,378,531	
3	CANADIAN SR. UNSECURED NOTES	PAYING AGENT/TRUSTEE: LARRY O'BRIEN VICE PRESIDENT THE BANK OF NEW YORK MELLON 101 BARCLAY STREET, 8W NEW YORK, NEW YORK 10286 TEL: 212-815-5995	GUARANTEE CIT GROUP INC. IS THE GUARANTOR	\$2,144,000,000	CONTINGENT
4	CITIBANK NA (ADMINISTRATIVE AGENT)	ANNEMARIE PAVCO 2 PENNS WAY STE 200 NEWCASTLE, DE 19720 TEL: 302-323-3900	BANK DEBT 0.94% DUE 2010	\$2,100,933,533	
5	GOLDMAN SACHS SWAP AGREEMENT	GOLDMAN SACHS INTERNATIONAL ATTENTION: CREDIT DERIVATIVES MIDDLE OFFICE 85 BROAD ST. NEW YORK, NY 10004 TEL: 212-357-0167	GUARANTEE CIT GROUP INC. AND CIT FINANCIAL (BARBADOS) ARE THE GUARANTORS	\$1,934,565,000	CONTINGENT
6	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 7.63% DUE 2012	\$1,318,245,100	
7	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 12.00% DUE 2018	\$1,199,946,308	
8	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 4.25% DUE 2011	\$1,108,787,348	
9	ABN AMRO BANK (ECA)	250 BISHOPSGATE LONDON, ENGLAND EC2M 4AA TEL: 44-207-678-8000	GUARANTEE CIT GROUP INC. IS THE GUARANTOR	\$1,063,000,000	CONTINGENT
10	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 0.76% DUE 2010	\$1,000,571,245	
11	CITIBANK NA (ADMINISTRATIVE AGENT)	ANNEMARIE PAVCO 2 PENNS WAY STE 200 NEWCASTLE, DE 19720 TEL: 302-323-3900	BANK DEBT 0.64% DUE 2011	\$1,000,406,379	

**CIT Group Inc.**  
**Exhibit C - Consolidated List of Creditors Holding the Top 75 Largest Unsecured Claims**  
**(\$ in USD)**

	<b>Creditor Name</b>	<b>Contact Mailing Address &amp; Telephone Number</b>	<b>Nature of Claim</b>	<b>Amount of Claim <sup>(1)</sup></b>	<b>Contingent, Unliquidated, Disputed or Partially Secured</b>
12	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.50% DUE 2014	\$827,716,230	
13	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 6.10% DUE 2067	\$778,899,131	
14	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 4.75% DUE 2010	\$763,458,333	
15	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 4.25% DUE 2010	\$757,968,750	
16	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.60% DUE 2011	\$750,466,667	
17	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 1.61% DUE 2011	\$737,337,807	
18	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 1.65% DUE 2013	\$736,835,548	
19	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 4.65% DUE 2016	\$701,318,362	
20	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.00% DUE 2014	\$697,968,594	
21	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 3.80% DUE 2012	\$686,456,753	
22	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.00% DUE 2015	\$679,530,263	
23	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.00% DUE 2014	\$679,026,281	
24	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 1.35% DUE 2011	\$669,540,307	

CIT Group Inc.  
**Exhibit C - Consolidated List of Creditors Holding the Top 75 Largest Unsecured Claims**  
(\$ in USD)

	Creditor Name	Contact Mailing Address & Telephone Number	Nature of Claim	Amount of Claim <sup>(1)</sup>	Contingent, Unliquidated, Disputed or Partially Secured
25	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 1.17% DUE 2012	\$655,261,289	
26	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.13% DUE 2014	\$640,992,932	
27	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.50% DUE 2016	\$631,825,555	
28	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 4.25% DUE 2015	\$623,192,878	
29	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.40% DUE 2016	\$612,420,551	
30	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.80% DUE 2011	\$558,240,833	
31	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.65% DUE 2017	\$554,796,498	
32	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.20% DUE 2010	\$512,855,556	
33	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 4.13% DUE 2009	\$510,197,917	
34	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.15% DUE 2017	\$510,018,361	
35	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.38% DUE 2010	\$502,558,669	
36	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.40% DUE 2013	\$487,432,480	
37	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.40% DUE 2012	\$485,611,953	

**CIT Group Inc.**  
**Exhibit C - Consolidated List of Creditors Holding the Top 75 Largest Unsecured Claims**  
**(\$ in USD)**

	Creditor Name	Contact Mailing Address & Telephone Number	Nature of Claim	Amount of Claim <sup>(1)</sup>	Contingent, Unliquidated, Disputed or Partially Secured
38	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 1.31% DUE 2010	\$474,905,979	
39	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.85% DUE 2016	\$394,459,709	
40	COMPUTERSHARE TRUST CO OF CANADA (TRUSTEE)	100 UNIVERSITY AVE 11TH FLOOR TORONTO, ON M5J 2Y1 TEL: 416-263-9200	BOND 4.72% DUE 2011	\$373,709,471	
41	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 5.80% DUE 2036	\$317,542,406	
42	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 6.00% DUE 2036	\$310,566,105	
43	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 6.88% DUE 2009	\$310,312,500	
44	CITIBANK CHINA FACILITY (DUE 2010)	CITIBANK (CHINA) CO., LTD. SHANGHAI BRANCH, 34F CITIGROUP TOWER ATTN: ALPHA WANG NO. 33 HUA YUAN QIAO ROAD LU JIA ZUI FINANCE AND TRADE ZONE SHANGHAI 200120, CHINA TEL: 8621-28966000	GUARANTEE CIT GROUP INC. IS THE GUARANTOR	\$295,016,602	CONTINGENT
45	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 1.01% DUE 2012	\$290,928,481	
46	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 1.32% DUE 2011	\$280,245,695	
47	AUSTRALIAN SR. UNSECURED NOTES	20 BRIDGE STREET SYDNEY NSW 2000 AUSTRALIA  PO BOX H224 AUSTRALIA SQUARE NSW 1215 AUSTRALIA TEL: 612-8298-8476	GUARANTEE CIT GROUP INC. IS THE GUARANTOR	\$272,161,338	CONTINGENT
48	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 7.75% DUE 2012	\$261,266,984	
49	MIZUHO CORPORATE BANK, NY (TRUSTEE)	1251 AVENUE OF THE AMERICAS NEW YORK, NY 10020 TEL: 212-282-3000	BOND 0.90% DUE 2010	\$223,164,091	

**CIT Group Inc.**  
**Exhibit C - Consolidated List of Creditors Holding the Top 75 Largest Unsecured Claims**  
**(\$ in USD)**

	Creditor Name	Contact Mailing Address & Telephone Number	Nature of Claim	Amount of Claim <sup>(1)</sup>	Contingent, Unliquidated, Disputed or Partially Secured
50	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 2.83% DUE 2036	\$222,686,764	
51	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 7.75% DUE 2015	\$203,028,312	
52	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 0.77% DUE 2010	\$150,073,024	
53	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 1.55% DUE 2011	\$115,119,454	
54	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 0.85% DUE 2009	\$113,066,780	
55	MIZUHO CORPORATE BANK, LTD (TRUSTEE)	1251 AVENUE OF THE AMERICAS NEW YORK, NY 10020 TEL: 212-282-3000	BOND 1.42% DUE 2011	\$100,043,399	
56	PAYING AGENCY MANDATE	PAYING AGENT: LOUIS-PHILIPPE MARINEAU, LL.B. PROFESSIONAL, CORPORATE TRUST COMPUTERSHARE  1500, UNIVERSITY ST., SUITE 700, MONTRÉAL, QUÉBEC H3A 3S8 TEL: 514-982-7888	BOND 0.49% DUE 2010	\$97,541,455	
57	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 1.48% DUE 2011	\$65,731,240	
58	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 0.57% DUE 2017	\$50,008,014	
59	PAYING AGENCY MANDATE	PAYING AGENT: LOUIS-PHILIPPE MARINEAU, LL.B. PROFESSIONAL, CORPORATE TRUST COMPUTERSHARE  1500, UNIVERSITY ST., SUITE 700, MONTRÉAL, QUÉBEC H3A 3S8 TEL: 514-982-7888	BOND 2.75% DUE 2010	\$49,631,218	
60	THE BANK OF NEW YORK (TRUSTEE)	101 BARCLAY ST FL 8W NEW YORK, NY 10286 TEL: 212-495-1784	BOND 0.92% DUE 2016	\$34,463,483	

**CIT Group Inc.**  
**Exhibit C - Consolidated List of Creditors Holding the Top 75 Largest Unsecured Claims**  
**(\$ in USD)**

	Creditor Name	Contact Mailing Address & Telephone Number	Nature of Claim	Amount of Claim <sup>(1)</sup>	Contingent, Unliquidated, Disputed or Partially Secured
61	JPMORGAN CHASE BANK, NATIONAL ASSOCIATION	ATTN: LEGAL DEPARTMENT- DERIVATIVES PRACTICE GROUP 270 PARK AVENUE, 41ST FLOOR NEW YORK, NY 10017-2070 TEL: 212-270-6000	DERIVATIVE MARK TO MARKET BALANCE AS OF 10/22/09	\$7,574,178	
62	THE BANK OF NEW YORK (TRUSTEE)	2 NORTH LASALLE SUITE 1020 CHICAGO, IL 60602 TEL: 312-827-8570	GUARANTEE CIT GROUP INC. IS THE GUARANTOR	\$5,000,000	CONTINGENT
63	THE BANK OF NEW YORK MELLON (TRUSTEE)	GLOBAL CORPORATE TRUST ABS CLIENT SERVICES 101 BARCLAY STREET 4W NEW YORK, NY 10286 TEL: 212-815-5539	GUARANTEE CIT GROUP INC. IS THE GUARANTOR	\$5,000,000	CONTINGENT
64	BANCO DE CREDITO FACILITY	CARRERA 7 NO 27-18 BOGOTA, COLOMBIA FAX: 571-640-1032	GUARANTEE CIT GROUP INC. IS THE GUARANTOR	\$2,504,092	CONTINGENT
65	JEFFREY D SIMON	190 KNIGHTSBRIDGE ROAD WATCHUNG, NJ 07069	UNPAID SEVERANCE	\$1,794,750	
66	BANCOLUMBIA FACILITY	CALLE 50 NO 51 66 PISO 7 MEDELLIN, COLOMBIA TEL: 574-510-8866	GUARANTEE CIT GROUP INC. IS THE GUARANTOR	\$1,268,379	CONTINGENT
67	SUN LIFE (TRUSTEE)	PAYING AGENT: DONNA KUTCHCOSKI SUN LIFE FINANCIAL 227 KING STREET SOUTH, WATERLOO, ONTARIO N2J 4C5 TEL: 519-888-2703	GUARANTEE CIT GROUP INC. IS THE GUARANTOR	\$1,233,757	CONTINGENT
68	MINDTREE CONSULTING LIMITED	15 INDEPENDENCE BLVD, # 410 WARREN, NJ 07059 TEL: 908-604-8080	VENDOR	\$1,100,000 (Estimated)	
69	LAWRENCE A MARSIELLO	76 SHORE ROAD COLD SPRING HARBOR, NY 11724	UNPAID SEVERANCE	\$976,560	
70	MERCER HUMAN RESOURCE CONSULTING, INC.	44 WHIPPANY ROAD MORRISTOWN, NJ 07962 TEL: 973-401-5050	VENDOR	\$600,000 (Estimated)	
71	MARKIT WSO CORPORATION	13455 NOEL RD, SUITE 1100 LB # 22 DALLAS, TX 75240 TEL: 972-560-4420	VENDOR	\$600,000 (Estimated)	
72	TIMOTHY BENNET	132 OLD KINGS HWY WILTON, CT 06897	UNPAID SEVERANCE	\$443,750	
73	BUCK CONSULTANTS, LLC	ONE NORTH DEARBORN, SUITE 1400 CHICAGO, IL 60602-4336 TEL: 312-846-3000	VENDOR	\$400,000 (Estimated)	

**CIT Group Inc.**  
**Exhibit C - Consolidated List of Creditors Holding the Top 75 Largest Unsecured Claims**  
**(\$ in USD)**

	<b>Creditor Name</b>	<b>Contact Mailing Address &amp; Telephone Number</b>	<b>Nature of Claim</b>	<b>Amount of Claim <sup>(1)</sup></b>	<b>Contingent, Unliquidated, Disputed or Partially Secured</b>
74	ADECCO USA INC.	175 BROAD HOLLOW RD MELVILLE, NY 11747 TEL: 631-844-7800	VENDOR	\$400,000 (Estimated)	
75	PRUDENTIAL INSURANCE OF AMERICA	ONE CORPORATE DRIVE SHELTON, CT 06484 TEL: 888-778-2888	VENDOR	\$265,000 (Estimated)	
<b>Total</b>				<b>\$ 45,311,594,912</b>	

**Note:**

1) The amount of claim is stated in the USD equivalent based on the conversion rate as of 10/30/09.

**CIT GROUP INC.**

Secretary's Certificate

The undersigned, being the Secretary of CIT Group Inc., a Delaware corporation (the "Company"), does hereby certify as follows:

Attached hereto as Annex A is a true, correct and complete copy of resolutions duly adopted by the board of directors (the "Board") of the Company on November 1, 2009.

IN WITNESS WHEREOF, the undersigned, has executed and caused this certificate to be delivered as of November 1, 2009.

CIT GROUP INC.

By: /s/ Robert J. Ingato  
Name: Robert J. Ingato  
Title: Executive Vice President  
and General Counsel

**RESOLUTIONS OF  
THE BOARD OF DIRECTORS OF  
CIT GROUP INC.**

RESOLVED, that in the judgment of the Board it is desirable and in the best interests of CIT Group Inc. (the "Company") and CIT Group Funding Company of Delaware LLC, a Delaware limited liability company in which the Company holds indirect interests ("CIT Funding"), their respective creditors, stakeholders and other interested parties, that a petition be filed by the Company and CIT Funding seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in which the authority to operate as debtors-in-possession will be sought (each, a "Chapter 11 Filing" and, collectively, the "Chapter 11 Filings"); and it is further

RESOLVED, that each of the Chapter 11 Filings is hereby authorized; and it is further

RESOLVED, that each of the matters described in resolutions adopted by the board of managers of CIT Funding in connection with the Chapter 11 Filings (the "CIT Funding Resolution") is hereby approved; and it is further

RESOLVED, that each of the individuals identified on Exhibit A hereto is hereby appointed by the Board as an authorized signatory (each, an "Authorized Signatory") in connection with the Chapter 11 Filing of the Company authorized herein; and it is further

RESOLVED, that each Authorized Signatory and, without duplication, any officer of the Company, together with any other person or persons hereafter designated by the Board, or any one of them (each, individually, an "CIT Group Authorized Officer" and, collectively, the "CIT Group Authorized Officers") be, and each of them hereby is, authorized, empowered and directed on behalf of the Company to execute and verify petitions in the name of the Company under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of New York in such form and at such time as the Authorized Officer executing such petition on behalf of the Company shall determine; and it is further

RESOLVED, that the Company authorizes that each of the authorized signatories and officers identified in the CIT Funding Resolution (together with the CIT Group Authorized Officers, each, an "Authorized Officer" and, collectively, the "Authorized Officers") be, and each of them hereby is, authorized, empowered and directed on behalf of CIT Funding to execute and verify petitions in the name of CIT Funding under chapter 11 of the Bankruptcy Code and to

cause the same to be filed in the United States Bankruptcy Court for the Southern District of New York in such form and at such time as the Authorized Officer executing such petition on behalf of CIT Funding shall determine; and it is further

RESOLVED, that the Authorized Officers of the Company or CIT Funding or any one of them be, and each of them hereby is, authorized, directed and empowered, on behalf of and in the name of the Company and CIT Funding to execute, verify, and/or file, or cause to be filed and/or executed, or verified (or direct others to do so on their behalf as provided herein) all appropriate documents, including, without limitation, all petitions, affidavits, schedules, motions, lists, applications, pleadings, and other papers, and in that connection to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action that they deem necessary, proper or desirable in connection with the Chapter 11 Filings contemplated hereby, with a view to the successful prosecution of such case, including any and all action necessary, proper or desirable in connection with obtaining the use of cash collateral or debtor-in-possession financing; and it is further

RESOLVED, that the Company and CIT Funding as debtors and debtors-in-possession under chapter 11 of the Bankruptcy Code be, and they hereby are, authorized to borrow funds from a lender or lenders as any Authorized Officer of the Company or CIT Funding deems appropriate, and obtain the use of cash collateral in such amounts, from such lender or lenders and on such terms as may be approved by any one or more of the Authorized Officers as reasonably necessary for the continuing conduct of the affairs of the Company and CIT Funding, and grant any guarantees, pledges, mortgages and any security interests in and liens upon all or any portion of the Company's or CIT Funding's assets as may be deemed necessary by any one or more of the Authorized Officers in connection with such borrowings or the use of such cash collateral; and it is further

RESOLVED, that the Authorized Officers of the Company or CIT Funding or any one of them be, and each of them hereby is, authorized and directed to retain on behalf of the Company and CIT Funding (i) the law firm of Skadden, Arps, Slate, Meagher & Flom LLP, to render legal services to, and to represent, the Company and CIT Funding in connection with the Chapter 11 Filing and any other related matters in connection therewith, on such terms as any Authorized Officer shall approve, (ii) Evercore Group L.L.C., to render investment banking services in connection with the Chapter 11 Filing and any other related matters in connection therewith, on such terms as any Authorized Officer shall approve, (iii) FTI Consulting, Inc., to render financial advisory services in connection with the Chapter 11 Filing and any other related matters in connection therewith, on such terms as any Authorized Officer shall approve and (iv) such other professionals as the Authorized Officers deem necessary and appropriate during the course of the Chapter 11 Filings; and it is further

RESOLVED, that the Authorized Officers of the Company or CIT Funding or any one of them be, and each of them hereby is, authorized to execute and deliver for and on behalf of the Company or CIT Funding, as debtors and debtors-in-possession, such agreements,

instruments, and any and all other documents and amendments necessary or appropriate to facilitate the transactions contemplated by the foregoing resolutions and the CIT Funding Resolution, including, without limitation, any credit agreement, promissory note, letter of credit application, guarantee, mortgage, or other security instrument, containing such provisions, terms, conditions, covenants, warranties, and representations, and to incur all such fees and expenses as may be deemed necessary or appropriate by the Authorized Officers, or any of them so acting; and it is further

RESOLVED, that the Authorized Officers of the Company or CIT Funding or any one of them be, and each of them hereby is, authorized and empowered for and in the name and on behalf of each Company or CIT Funding to amend, supplement, or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements, or other writings referred to in the foregoing resolutions; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any Authorized Officer to seek relief on behalf of the Company or CIT Funding under chapter 11 of the Bankruptcy Code in connection with the Chapter 11 Filings or any matter related thereto, be, and hereby are, adopted, ratified, confirmed, and approved in all respects as the acts and deeds of the Company; and it is further

RESOLVED, that any person dealing with any Authorized Officer of the Company or CIT Funding in connection with any of the foregoing matters or the matters set forth in the CIT Funding Resolution shall be conclusively entitled to rely upon the authority of such Authorized Officer and by his or her execution of any document, agreement or instrument, the same shall be a valid and binding obligation of the Company or CIT Funding enforceable in accordance with its terms; and it is further

RESOLVED, that these resolutions shall be filed with the corporate records of the Company.

**Exhibit A**

**Authorized Signatories**

1. Jeffrey M. Peek
2. Robert Ingato
3. Eric S. Mandelbaum
4. Joseph M. Leone
5. Glenn A. Votek

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- x  
In re: : Chapter 11  
: :  
CIT GROUP INC., : Case No. 09-  
: :  
Debtors. : (Joint Administration Requested)  
: :  
----- x

**OWNERSHIP STATEMENT FOR DEBTORS IN ACCORDANCE WITH RULE 1007 OF  
THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

I, Eric Mandelbaum, Senior Vice President and Deputy General Counsel of CIT Group Inc., a Delaware corporation, declare under penalty of perjury that I have read the ownership statement attached hereto as Exhibit A and that it is true and correct to the best of my knowledge, information, and belief.

Dated: New York, New York  
November 1, 2009

By: /s/ Eric Mandelbaum  
Name: Eric Mandelbaum  
Title: Senior Vice President and  
Deputy General Counsel of  
CIT Group Inc.

## EXHIBIT A

### OWNERSHIP STATEMENT FOR DEBTORS IN THESE CHAPTER 11 CASES

The table below shows the name and address of each person or company known to CIT Group Inc. that beneficially owns in excess of 5% of any class of voting stock. Information in this table is as of December 31, 2008, based upon reports on Schedule 13G filed with the Securities and Exchange Commission on or before February 15, 2009.

<b>Title of Class of Stock</b>	<b>Name and Address of Beneficial Owner</b>	<b>Amount and Nature of Beneficial Ownership</b>	<b>Percentage of Common Stock</b>
Common Stock	FMR LLC 82 Devonshire Street Boston, MA 02109	(1) 37,361,875	9.90%
Common Stock	Brandes Investment Partners, LP 11988 El Camino Real, Suite 500 San Diego, CA 92130	(2) 28,465,717	9.70%
Common Stock	Franklin Mutual Advisors LLC 101 John F. Kennedy Parkway Short Hills, NJ 07078-2789	(3) 21,504,101	5.70%

- (1) FMR LLC reports sole voting power over 967,721 shares and sole dispositive power over 37,361,875 shares. The beneficial ownership position reported by FMR LLC in its Schedule 13G filed February 17, 2009 includes 5,758,011 common shares relating to its right to convert its 1,456,765 shares of CIT Group Inc. 8.75% Non-Cumulative Perpetual Convertible Preferred Stock, Series C to common shares at an exchange ratio of 3.9526 shares of common for each share of Convertible Preferred Stock.
- (2) Brandes Investment Partners, L.P. reports shared voting power over 24,925,110 shares and shared dispositive power over 28,465,717 shares.
- (3) Franklin Mutual Advisors LLC reports sole voting power over 21,504,101 shares and sole dispositive power over 21,504,101 shares.