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INGATO ROBERT J

Form 4

January 23, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 FORM 4 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP () Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instructions 1(b). 1. Name and Address of Reporting Person Robert J. Ingato 1 CIT Drive NJ, Livingston 07039 2. Issuer Name and Ticker or Trading Symbol CIT Group Inc. (CIT) 3. IRS or Social Security Number of Reporting Person (Voluntary) 4. Statement for Month/Year 1/23/2003 5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable) () Director () 10% Owner (X) Officer (give title below) () Other (specify below)

Executive Vice President and General Counsel

- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) Form filed by One Reporting Person
 - () Form filed by More than One Reporting Person

Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned	Table I	Non-Derivative	Securities	Acquired,	Disposed	of,	or	Beneficially Own	ned
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1. Title of Security	2. 3. 4.	2. 3. 4.Securities Acquired (A)				
	Transaction	or Disposed of (D)	1	Securities		
	1 1			Beneficially		
		A/	1	Owned at		
	Date Code V	Amount D	Price	End of Month		

Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

1.Title of Derivative Security	2.Con- version												8.3 of
1	or Exer				rities						_	_	va
	cise				red(A)	_		-					Se
	Price of	Ŧ		Ĺ	posed o	of(D)	١	Day/1	Year)				ri
	Deriva-	1	1	- 1				Date	Expir	1			
	ltive			- 1		1	A/	/ Exer	- ation	Tit	le and	Number	
	Secu-	1		1 1		ı			- Date	of	Shares		
	rity	Date	Code	V	Amount	t		ble		I			
Option 01-21-03 (\$21.0	ว \$21.05					ı	A	1		Common	1 Stock	55000	
5)		2003	3						-2013				
·		1		 			1					1	

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Explanation of Responses:

1. Options vest on the anniversary of the grant date in increments of 1/3 each year for a period of 3 years, commencing on January 21, 2004.