

Edgar Filing: CIT GROUP INC - Form 424B3

CIT GROUP INC
Form 424B3
August 03, 2004

Filed Under Rule 424(b)(3), Registration Statement Nos. 333-98743 and 333-103966

Pricing Supplement No. 40 dated August 2, 2004

To Prospectus Dated May 09, 2003 and Prospectus Supplement Dated May 09, 2003

CUSIP Number	Principal Amount	Price to Public	Gross Concession	Net Proceeds	Coupon Type	Interest Rate	Interest Payment Frequency	Maturity Date	1 st Interest Payment Date	1 st Interest Payment Amount Per Thousand Dollars of Principal Amount
12557WHU8	\$2,634,000.00	100.000%	0.625%	\$2,617,537.50	FIXED	3.300%	SEMI-ANNUAL	08/15/2007	02/15/2005	\$17.42

Redemption Information: **Non-Callable**

Joint Lead Managers and Lead Agents: Banc of America Securities LLC, INCAPITAL, LLC Agents: Banc One Capital Markets, Inc., Charles Schwab & Co., Inc., Citigroup, Edward D. Jones & Co., L.P., Raymond James, RBC Capital Markets, UBS Financial Services Inc., Wachovia Securities, LLC

CUSIP Number	Principal Amount	Price to Public	Gross Concession	Net Proceeds	Coupon Type	Interest Rate	Interest Payment Frequency	Maturity Date	1 st Interest Payment Date	1 st Interest Payment Amount Per Thousand Dollars of Principal Amount
12557WHV6	\$3,261,000.00	100.000%	1.000%	\$3,228,390.00	FIXED	4.100%	SEMI-ANNUAL	08/15/2009	02/15/2005	\$21.64

Redemption Information: **Non-Callable**

Joint Lead Managers and Lead Agents: Banc of America Securities LLC, INCAPITAL, LLC Agents: Banc One Capital Markets, Inc., Charles Schwab & Co., Inc., Citigroup, Edward D. Jones & Co., L.P., Raymond James, RBC Capital Markets, UBS Financial Services Inc., Wachovia Securities, LLC

CUSIP Number	Principal Amount	Price to Public	Gross Concession	Net Proceeds	Coupon Type	Interest Rate	Interest Payment Frequency	Maturity Date	1 st Interest Payment Date	1 st Interest Payment Amount Per Thousand Dollars of Principal Amount
12557WHW4	\$6,011,000.00	100.000%	1.500%	\$5,920,835.00	FIXED	5.200%	SEMI-ANNUAL	08/15/2014	02/15/2005	\$27.44

Redemption Information: **Callable at 100.000% on 08/15/2006 and every interest payment date thereafter.**

Joint Lead Managers and Lead Agents: Banc of America Securities LLC, INCAPITAL, LLC Agents: Banc One Capital Markets, Inc., Charles Schwab & Co., Inc., Citigroup, Edward D. Jones & Co., L.P., Raymond James, RBC Capital Markets, UBS Financial Services Inc., Wachovia Securities, LLC

The CIT InterNotes due 08/15/2014 will be subject to redemption at the option of CIT Group Inc., in whole or from time to time in part on the interest payment date occurring 08/15/2006 and on any interest payment date thereafter at a redemption price equal to 100% of the principal amount of the CIT InterNotes due

Edgar Filing: CIT GROUP INC - Form 424B3

08/15/2014 plus accrued interest thereon, if any, upon at least 30 days prior notice to the noteholder and the trustee, as described in the prospectus supplement.

<p>CIT Group Inc.</p>	<p>Trade Date: Monday, August 2, 2004 @ 12:00 PM ET Settle Date: Thursday, August 5, 2004 Minimum Denomination/Increments: \$1,000.00/\$1,000.00 Initial trades settle flat and clear SDFS: DTC Book Entry only DTC Number: 0443 via Pershing, LLC Trustee: J.P. Morgan Trust Company, National Association (as successor to Bank One Trust Company, N.A.)</p> <p>If the maturity date, date of earlier redemption or repayment or an interest payment date for any note is not a business day (as such term is defined in the prospectus supplement), principal, premium, if any, and interest for that note will be paid on the next business day, and no interest will accrue on the amount payable from, and after, the maturity date, date of earlier redemption or repayment or such interest payment date.</p> <p><i>InterNotes® is the service mark of INCAPITAL, LLC. All Rights Reserved.</i></p>	<p>CIT Group Inc. \$ 4,000,000,000 CIT InterNotes</p>

Director 10% Owner Officer Other SCHIFF JOHN J JR
 38 FOUNTAIN SQUARE PLAZA
 CINCINNATI, OH 45263 X

Signatures

Paul L. Reynolds, as Attorney-in-Fact for John J. Schiff, Jr.

05/01/2008

__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) Restricted stock granted pursuant to Fifth Third Bancorp 2008 Incentive Compensation Plan subject to vesting on April 30, 2012.
- (2) Granted pursuant to the Fifth Third Bancorp 2008 Incentive Compensation Plan. No consideration paid.
- (3) Granted pursuant to the Fifth Third Bancorp 2008 Incentive Compensation Plan as payment of a portion of the retainer for serving as a Fifth Third Bancorp Director.

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.