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INGATO ROBERT J
Form 4
August 23, 2002
      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
         1211 Avenue of the Americas
         NY, New York 10036
      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
         8/2002
      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
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(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									
1. Title of Security	<pre> 2. 3. 4.Securities Acc Transaction or Disposed of Date Code V Amount</pre>	-	<pre> 5.Amount of Securities Beneficially Owned at End of Month</pre>						
Common Stock 1,2	8/14/ A V 5855 2002	A 	9618 						

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

1.Title of Derivative	2.Con-	3.	4.	5	.Number of I	De	6.Dat	e Exerl'	7.Title and Amount	8.P
Security	version	Trans	saction		rivative Sec	cu	cisab	le and	of Underlying	of
	or Exer	1	1		rities Acqui	i	Expir	ation	Securities	vat
	cise	1	1		red(A) or Di	is	Date(Month/		Sec
	Price of				posed of(D)		Day/Y	ear)		rit
	Deriva-	1	1				Date	Expir		
	tive	1	1			A/	/ Exer-	ation	Title and Number	1
	Secu-	1				D	cisa-	Date	of Shares	
	rity	Date	Code	V I	Amount		ble			
	1	1					1		I	

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Explanation of Responses:
1. Shares fully vest on August 14, 2003.
2. Filer elected to receive stock in lieu of a cash bonus.