

MCKERROLL DAVID D
 Form 3
 July 02, 2002

 FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

FILED PURSUANT TO SECTION 16(a) OF THE SECURITIES EXCHANGE ACT OF 1934
 SECTION 17(a) OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935
 SECTION 30(f) OF THE INVESTMENT COMPANY ACT OF 1940

(Print or Type Responses)

| | | | | |
|--|---------------|----------|----------------------|----------------------------|
| 1. Name and Address of Reporting Person* | | | 2. Date of Event Re- | 4. Issuer Name and Ticker |
| McKerroll | David | D. | quiring Statement | CIT Group Inc. -- CIT |
| (Last) | (First) | (Middle) | (Month/Day/Year) | |
| | | | 7/01/02 | 5. Relationship of Report |
| | One CIT Drive | | | to Issuer (Check all |
| | (Street) | | 3. IRS or Social Se- | Director 10 |
| | | | curity Number of | X Officer (give O |
| | | | Reporting Person | title below) b |
| | | | (Voluntary) | ---- |
| | | | | Group Chief Executive Offf |
| | | | | Structured Finance |

| | | | |
|------------|------------|-------|-----------------------|
| Livingston | New Jersey | 07039 | |
| (City) | (State) | (Zip) | TABLE I -- NON-DERIVA |

| | | |
|----------------------|-------------------------|-----------------|
| 1. Title of Security | 2. Amount of Securities | 3. Ownership |
| (Instr. 4) | Beneficially Owned | Form: Direct |
| | (Instr. 4) | (D) or Indirect |
| | | (I) (Instr. 5) |

No securities owned.

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, SEE Instruction 5(b)(v).

FORM 3 (CONTINUED) TABLE II - DERIVATIVE SECURITIES BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, AND OTHER SECURITIES)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | |
|---|--|---|---|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Explanation of Responses:

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/s/ David D. McKerrroll

David D. McKerrroll
Group Chief Executive Officer
Structured Finance

**Intentional misstatements or omissions of facts constitute Federal
Criminal Violations. SEE 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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