



BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM  
WASHINGTON, DC 20551

DIVISION OF CONSUMER  
AND COMMUNITY AFFAIRS

December 10, 2014

Mr. Robert J. Ingato  
Executive Vice President  
CIT Group, Inc.  
One CIT Drive  
Livingston, New Jersey 07039

Dear Mr. Ingato:

This letter refers to applications filed by CIT Group, Inc. ("CIT Group"), Livingston, New Jersey, and its direct, wholly owned subsidiary, Carbon Merger Sub LLC, New York, New York, pursuant to section 3 of the Bank Holding Company Act of 1956, as amended, to acquire 100 percent of the outstanding voting securities of IMB HoldCo LLC ("IMB") and thereby indirectly acquire OneWest Bank, National Association ("OneWest Bank"), both of Pasadena, California. Based on staff's review of the current record, the following additional information is required. Please provide a complete, detailed response to each of the following questions. Supporting documentation, as appropriate, should be provided.

1. Provide the final version of the document "CIT Bank N.A. Community Reinvestment Act Plan", the draft of which was included as Annex C to the letter responding to the public comments submitted to the Federal Reserve Bank of New York on October 30, 2014, (the "CITBNA Draft CRA Plan").
2. The CITBNA Draft CRA Plan indicates that CITBNA will broaden its CRA investment portfolio to include more complex investments while maintaining its risk and return tolerances. Describe these investments in detail.
3. List any CIT Bank or OneWest Bank consumer or small business products or services that CIT intends to discontinue following the proposed transaction.
4. To the extent known, describe any measures OneWest Bank takes to prevent prescreening, discouragement, or exclusion of credit applications

on a prohibited basis. Include any contemplated changes to those measures after consummation of the proposal.

5. To the extent known, describe the key elements of OneWest Bank's policies, procedures, and practices to ensure compliance with the fair lending laws as they relate to home mortgage lending, as well as to monitor fair lending risk. Include in your response a discussion of any comparative file analysis, self-assessments/audits, second review processes, complaint resolution processes, and fair lending training of which CIT is aware.
6. Clarify whether OneWest Bank's risk-management systems and policies and procedures for assuring compliance with fair lending laws would be implemented at the combined organization. Describe any changes contemplated to these systems, policies, and procedures. Describe any plans to provide oversight of these programs at the combined organization.
7. To the extent known, provide information about OneWest Bank's lending activities to minority borrowers in 2012 and 2013, including an analysis of OneWest Bank's originations of: (i) home purchase and home improvement loans to African Americans in the Los Angeles-Long Beach-Glendale, CA MSA, and (ii) conventional home purchase and refinance loans to Asian-American Pacific Islanders in the state of California. Please include information about how OneWest Bank's lending activities in those geographical areas compare to the population demographics and the lending activities of other banks in those same areas.
8. To the extent known, provide a discussion of outreach and marketing activities conducted by OneWest Bank, particularly to African-American and Asian-American Pacific Islander individuals and majority-minority geographies. If possible, provide MSA-specific information for the Los Angeles-Long Beach-Glendale, CA MSA. Include any contemplated changes to those activities after consummation of the proposal.
9. To the extent known, provide information on the content of OneWest Bank's fair lending training programs, the individuals responsible for administering the programs, the training schedule of classes offered, and the process (if any) of testing employees. Include any contemplated changes to the fair lending training programs after consummation of the proposal.
10. To the extent not previously discussed in the applications, please elaborate on the public benefits that would result from this proposal, including a detailed discussion of any addition or expansion of specific products, services, or other activities.

Please provide your response by December 22, 2014. In addition, in responding to this request, please restate the questions above and provide a copy of the public portion of your response to the commenters. Any information for which you desire confidential treatment should be so labeled and separately bound in accordance with 12 CFR 261.15.

Note that staff may have additional questions regarding the applications. If you have any questions regarding this letter, please contact Lisa Joire of the Division of Consumer and Community Affairs at (202) 785-6036; Jevon Gordon of the Division of Banking Supervision and Regulation at (202) 973-7384; Adam Cohen of the Legal Division at (202) 912-4658; or Jessica Stahl of the Division of Research and Statistics at (202) 452-6452.

Sincerely,

A handwritten signature in cursive script that reads "Melina Vanouse for PH". The signature is written in dark ink and is positioned above the typed name and title.

Phyllis Harwell  
Assistant Director

cc: Melissa Vanouse, Manager  
Federal Reserve Board

Ivan Hutwitz, Vice President  
Federal Reserve Bank of New York

Mark Ro, Senior Licensing Analyst  
Office of the Comptroller of the Currency  
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