PUBLIC REDACTED VERSION

RESPONSES TO THE REQUEST FOR ADDITIONAL INFORMATION

DATED SEPTEMBER 24, 2014

FROM THE BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM

IN CONNECTION WITH THE

APPLICATION

TO THE

BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM

RELATING TO THE PROPOSED ACQUISITION OF

IMB HOLDCO LLC

BY

CIT GROUP INC.

AND

CARBON MERGER SUB LLC

October 8, 2014

Responses to the Request for Additional Information, dated September 24, 2014, from the Board of Governors of the Federal Reserve System[1]

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1. Provide the terms of the debt CIT Group intends to incur to fund the cash portion of the proposed transaction.

CIT Group currently expects to issue new senior unsecured notes in one or more tranches, with the final amount to be determined at the time of issuance.

Please see Confidential Exhibit A for additional information.

2. Provide calculations for CIT Group's pro forma consolidated Basel I tier 1 leverage, tier 1 risk-based, and total risk-based capital ratios as of June 30, 2014.

Please see the table below:

[1] Capitalized terms used but not defined herein or in the Exhibits hereto shall have the meanings set forth in the Application to the Board of Governors of the Federal Reserve System, dated August 20, 2014, relating to the proposed acquisition of IMB Holdco LLC by CIT Group Inc. and Carbon Merger Sub LLC.

	CIT Group Only 6/30/2014	June Pro Forma 6/30/2014
Common Equity	**8,618**	[redacted]
Qualifying Minority Interest	12	
OCI Items excluded from Tier I	21	
Disallowed Deferred Tax Assets	(27)	
Investment in Subs (1st 50%)	(32)	
Goodwill & Intangibles	(423)	
All other	(6)	
Total Tier 1 Capital	**8,162**	
Allowance for Loan & Lease	372	
Less Investment in Subs	(32)	
Total Tier II Capital	**340**	
Total Capital	**8,502**	
Total Tier 1 Capital	8,162	
Total Capital	8,502	
Risk-Weighted Assets	**51,002**	
CIT - On Balance Sheet	37,872	
CIT - Off Balance Sheet	13,130	
OWB - On Balance Sheet		
OWB - Off Balance Sheet		
PAA Adjustments		
Risk-Weighted Assets	**51,002**	
Avg Assets for Leverage	44,620	
a) Basel I Tier 1 Leverage		
Total Tier 1 Capital (A)	8,162	
Avg Assets for Leverage (B)	44,620	
Tier 1 Leverage (A / B)	**18.3%**	
b) Tier 1 Risk-Based		
Total Tier 1 Capital (A)	8,162	
Risk-Weighted Assets (C)	51,002	
Tier 1 Risk Based (A / C)	**16.0%**	
c) Total Risk Based Capital		
Total Capital (D)	8,502	
Risk-Weighted Assets (C)	51,002	
Total Risk Base Capital (D / C)	**16.7%**	

3. **Provide the items listed below for each outstanding loss share agreement OneWest Bank has executed with the Federal Deposit Insurance Corporation ("FDIC"):**
   a. **Balance outstanding by asset category as of June 30, 2014**
   b. **Amount and type of loss coverage provided by FDIC**
   c. **Losses incurred by OneWest Bank and FDIC as of June 30, 2014**
   d. **Expected losses to be incurred by OneWest Bank under remaining period of loss share agreement**
   e. **Clawback provisions**
   f. **Expiration date**

CIT understands from OneWest that OWB categorizes the portfolios covered by loss share arrangements with the FDIC by transaction and portfolio category. Details are provided in the table below for the IndyMac, First Federal Bank of California, FSB ("First Fed" or "FFB") and La Jolla Bank, FSB ("La Jolla" or "LJB") transactions. Each of the portfolios associated with these transactions has distinct characteristics, including products, expected losses, historical performance and loss share coverage arrangements. For example, the IndyMac transaction involved a single family residential ("SFR") forward mortgage portfolio (also referred to as the "Group 5" portfolio) and a SFR reverse mortgage portfolio (also referred to as the "Group 3" portfolio). Similarly, both the FFB and LJB transactions involved SFR portfolios and non-SFR portfolios, with the latter comprised of commercial real estate and other non-SFR loans.

The terms of the FDIC loss share arrangements differ for each portfolio. For the IndyMac SFR portfolio, 100% of losses below the first loss share threshold of $2,551 million are covered by OWB while 80% of losses above this threshold are covered by the FDIC. Upon reaching a second threshold of $3,375 million, the percentage of losses covered by the FDIC increases to 95%. In the First Fed portfolio, 100% of losses below the first loss share threshold of $932 million are covered by OWB while 80% of losses above this threshold are covered by the FDIC. After losses reach the second threshold of $1,532 million, the percentage of losses covered by the FDIC increases to 95%. In the La Jolla portfolio, 80% of all losses incurred since the purchase of the portfolio are covered by the FDIC (i.e., the "first threshold" is $0). After losses reach the second threshold of $1,007 million, the percentage of losses covered by the FDIC increases to 95%.

Clawback provisions exist for the First Fed and La Jolla portfolios. [redacted]

Additional details including: (1) the outstanding unpaid principal balance ("UPB") by portfolio; (2) losses incurred by OWB and the FDIC; (3) expected losses to be incurred by OWB under the remaining period of the loss share agreement; (4) clawback provisions; and (5) the expiration date of each loss share agreement are provided in the table below.

Transaction	IndyMac		First Fed		La Jolla	
Portfolio	**SFR Forward**	**SFR Reverse**	**SFR**	**Non-SFR**	**SFR**	**Non-SFR**
Covered UPB as of 6/30/2014 ($ MM)	[redacted]					
Type of Loss Coverage	Foreclosure, Restructuring, Short Sale, Portfolio, Loan Sale, & Charge-Off	Foreclosure, Short Sale, Portfolio, & Loan Sale	Foreclosure, Restructuring, Short Sale, Portfolio, Modification Default, & Deficient Valuation		Foreclosure, Restructuring, Short Sale, Portfolio, Modification Default, & Deficient Valuation	
1st Loss Threshold ($ MM)	2,551		932		0	
2nd Loss Threshold ($ MM)	3,826		1,532		1,007	
Total Portfolio Losses as of 6/30/2014 ($ MM)*	[redacted]					
FDIC Loss Share Payments to OWB as of 6/30/2014 ($ MM)	[redacted]					
Expected Remaining Portfolio Losses ($ MM)	[redacted]					
Clawback Provision	No	No	Yes		Yes	
Loss Share Expiry	3/31/2019	n/a	12/31/2019	12/31/2014	2/28/2020	2/28/2015

IndyMac SFR Forward and Reverse information as of 6/30/2014 valuations.
FFB and LJB losses to date as of 6/30/2014; Expected losses as of 5/31/14 valuations.
[redacted]
*With respect to Losses incurred to date, the table above shows Total Losses for each portfolio as well as Loss Share Payments made by the FDIC to OWB as of 6/30/2014. [redacted]
Upon request, the Applicants can provide supplemental information to further delineate "Losses" related to the portfolios.

4. Discuss the status of the inquiries with FDIC, Federal National Mortgage Association ("FNMA"), and Federal Home Loan Mortgage Corporation ("FHLMC") regarding the continuation of the loss share agreements and servicing agreements with OneWest Bank following consummation of proposed transaction. Provide a copy of written consent or other documentation from the FDIC, FNMA, and FHLMC regarding the status of the agreements each agency has with OneWest Bank following consummation of the proposed transaction.

In connection with OneWest's acquisition of portfolios of mortgage loans and mortgage servicing rights from the FDIC as receiver for IndyMac, First Fed and La Jolla, OWB entered into several agreements with the FDIC, including purchase agreements, servicing agreements and shared-loss agreements (collectively, the "FDIC Agreements").

Please see Confidential Exhibit B for additional information.

5. Provide the details of any capital stress testing of the pro forma organization performed by CIT Group as part of the due diligence process. Discuss any additional planned pro forma stress testing.

As part of the due diligence process, CIT Group and IMB reviewed their respective individual DFAST stress testing processes and prior year results and created 2015 PPNR (pre-provision net revenue) and Q4 2015 estimated capital ratios for the pro forma company under Baseline and Severely Adverse scenarios.

The CIT Group and IMB individual Baseline and Severely Adverse scenarios prepared in connection with each organization's 2013 DFAST submissions were used as the basis for preparing estimated pro forma Baseline and Severely Adverse scenarios beginning in 2015 for the pro forma organization. The pro forma stress test included the following elements:

[redacted]

The table below shows the pro forma stress testing results at Q4 2015 (using Basel I).

	Regulatory minimum	Pro forma		
		Baseline	Severely adverse stress	Stress impact
PPNR		[redacted]		
Regulatory capital				
Tier 1 common				
Tier 1 capital				
RWA				
Average assets				
Regulatory capital ratios				
Tier 1 common (%)	5.0%			
Tier 1 capital (%)	6.0%			
Tier 1 leverage (%)	4.0%			

CIT also considered additional sensitivities as part of the stress testing exercise, including:

[redacted]

[redacted]

As part of its integration planning, CIT is reviewing the stress testing conducted to date by each of CIT and OWB and planning for post-closing stress-testing requirements. To the extent any additional stress testing is completed prior to closing, Applicants will provide results in a supplemental submission.

6. Provide a pro forma organization chart of the combined organization's risk management function.

CIT Group is continuing to evaluate the management and reporting structures for its pro forma risk management organization. Pro forma organization charts will be provided in a supplemental submission.

7. Discuss CIT Group's plans to address the issues in the outstanding Consent Orders against IMB and OneWest Bank, including ensuring safe and sound practices in loss mitigation, loan modification, collection, foreclosure, and mortgage servicing.

OneWest has informed CIT that it has invested a significant amount of time and resources to comply with all of the requirements of the consent order between the Board and IMB, dated March 21, 2014, and the consent order between the OCC and OWB, dated March 11, 2014 (together, the "Consent Orders"). [redacted] Following consummation of the Transaction, if and to the extent the Consent Orders have not been terminated, CIT Group will monitor CITBNA's efforts to comply with all aspects of the Consent Orders and will provide appropriate resources and support to that end.

CIT understands from OneWest that OneWest was the only servicer to comply with the requirements of the Independent Foreclosure Review ("IFR"). The IFR reviewed approximately 192,000 loans serviced by OneWest. The initial results were published by the OCC on page 14 of their April 2014 report, which can be found at: http://www.occ.gov/news-issuances/news-releases/2014/nr-occ-2014-65a.pdf. OneWest believes it achieved these results by virtue of a proactive risk management culture that identifies issues and makes adjustments in the ordinary course of business.

CIT currently does not service residential mortgages [redacted]. Specifically, prior to the formation of OWB, key members of the Home Loan Servicing ("HLS") management team (who are expected to remain with the combined company and

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2 [redacted]

continue their current responsibilities following closing) worked closely with the FDIC to develop innovative loan modification programs that were the precursors to the U.S. Treasury's HAMP program. In the more than five years since its chartering, OneWest has demonstrated its commitment to loss mitigation and loan modifications as an early adopter of HAMP (including various modifications to the program such as principal reduction) and a participant in numerous state "hardest hit funds". [redacted] OneWest has informed CIT that it believes it was the only servicer to receive eight straight quarters of the Treasury Department's highest servicer rating in the MHA-compliance process. [redacted]

As more particularly described in the response to Question 11 below, over the course of the last few years, OneWest has developed a robust risk management framework to oversee all aspects of the servicing operation's change management process that involves the HLS division, ERM and OneWest's legal department. CIT Group regards the maintenance of this process as a priority and will provide oversight to ensure CITBNA operates its mortgage servicing operations in compliance with applicable law.

8. Provide the status of the application with the Utah Department of Financial Institution to merge CIT Bank, Salt Lake City, Utah, into OneWest Bank;

CIT Group, CITB, IMB and OWB submitted an application to the Utah DFI for approval of the Subsidiary Merger and the Bank Merger on September 9, 2014, which included a copy of the Application. A copy of the application submitted to the OCC was also provided to the Utah DFI on September 16, 2014.

9. Provide CIT Bank's (1) total internet sourced deposits, (2) brokered deposits, and (3) total lending in each of OneWest Bank's banking markets (Los Angeles, California; Oxnard-Thousand Oaks-Ventura, California; Palm Springs-Cathedral City-Palm Desert, California; and San Diego, California metropolitan statistical areas) as of June 30, 2014.

(1) CITB Total Internet Sourced Deposits by FRB Market

FRB Market	**CITB Total Internet Sourced Deposits (as of June 30, 2014)[3]**
Los Angeles, CA	[redacted]
Oxnard-Thousand Oaks-Ventura, CA	
Palm Springs-Cathedral City-Palm Desert, CA	
San Diego, CA	

(2) CITB Brokered Deposits by FRB Market

Under CITB's brokered deposit program, CITB holds brokered deposits in omnibus accounts and the deposit broker maintains the relevant depositor records (consistent with FDIC pass-through insurance guidelines). CITB, therefore, does not have the necessary information to provide a breakdown of its brokered deposits by FRB Market. CITB has estimated the allocation of its brokered deposits as follows:

FRB Market	**CITB Brokered Deposits (Estimated Allocation) (as of June 30, 2014)[4]**
Los Angeles, CA	$ 227,338,609
Oxnard-Thousand Oaks-Ventura, CA	$ 8,253,081
Palm Springs-Cathedral City-Palm Desert, CA	$ 3,885,137
San Diego, CA	$ 37,992,026

3 CITB compiles its internet deposit data by county, not by FRB Market. In order to allocate county-level deposit data for counties that are only partially within an FRB Market, CITB county-level deposit data was multiplied by a ratio for each county equal to (i) the amount of total deposits reported by all institutions for branches located in both that county and the relevant FRB Market; divided by (ii) the amount of total deposits reported by all institutions for branches located in the entire county. The Applicants also note that, to the extent this data is incorporated into market deposit data for competitive analysis purposes, such supplemented market data would not reflect internet deposits of other institutions that also have customers in the relevant FRB Markets. Moreover, the Applicants submit that institutions compete for internet deposits on a national basis.

4 In order to allocate CITB's national brokered deposit data, for each FRB Market, the amount of CITB's total brokered deposits was multiplied by a ratio equal to (i) the total amount of deposits reported by all institutions in that FRB Market; divided by (ii) the total amount of deposits reported by all institutions on a national basis.

(3) CITB Lending by FRB Market

FRB Market	CITB Lending (as of June 30, 2014)
Los Angeles, CA Oxnard-Thousand Oaks-Ventura, CA Palm Springs-Cathedral City-Palm Desert, CA San Diego, CA	[redacted]

10. Discuss CIT Group's long term strategy regarding asset and funding mix for the pro forma holding company and combined bank. Include in the discussion CIT Group's plans with respect to retail lending and internet deposit taking and any plans to transfer any of the company's operating lease businesses to the combined bank. In addition, discuss CIT Group's planned branching strategy for the combined bank, including any contemplated geographical expansion and branch closures.

Please see the response in Confidential Exhibit C.

11. Discuss CIT Group's plans to manage OneWest Bank's mortgage servicing assets and nontraditional mortgage loan portfolio, including CIT Group's plans to ensure compliance with relevant federal and state regulations.

Please see the response in Confidential Exhibit C.

12. Provide additional detail on CIT Group's preparedness for complying with the enhanced prudential standards for holding companies with consolidated assets of $50 billion or more, including key milestones achieved and significant items that remain outstanding for each significant regulatory requirement.

CIT Group believes it is currently in compliance with many of the enhanced prudential requirements applicable to bank holding companies ("BHCs") with total consolidated assets of $50 billion or more and is actively working toward compliance with all such requirements by the time these requirements become applicable to it.

Board Governance

CIT Group's board of directors (the "CIT Board") has had a Risk Management Committee ("RMC") comprised entirely of independent directors for several years. The RMC is currently chaired by a director who meets the requirements of 12 C.F.R. § 252.33 and includes a director who has risk management experience at a large, complex financial services company. The RMC operates pursuant to a written charter and performs many of the duties that would be required of it under 12 C.F.R. § 252.33. CIT Group is evaluating the RMC's duties and responsibilities to ensure that by the time the Board's enhanced prudential standards rule applies to CIT Group, any appropriate changes to the RMC's charter and responsibilities will be in place.

Similarly, while the CIT Board and the RMC currently carry out many of the liquidity risk management oversight duties outlined in 12 C.F.R. § 252.34, [redacted].

CIT Group also has an enterprise-wide risk management framework, which includes policies and procedures establishing risk-management governance, risk-management procedures and risk-control infrastructure for its global operations as well as processes and systems for implementing and monitoring compliance with such policies and procedures. The RMC oversees the operation of CIT Group's risk management framework. The risk management framework will be updated as appropriate to reflect the change in operations and asset and deposit mix resulting from the acquisition of OWB.

Management Governance

CIT Group has a Chief Risk Officer ("CRO") [redacted]. The CRO reports to CIT Group's CEO and has unfettered access to the RMC, both at its regular meetings and otherwise. Her compensation and other incentives are approved by the Compensation Committee of the CIT Board and are reviewed by the full CIT Board. The RMC's charter will be revised to reflect the CRO's reporting lines to both the CEO and the RMC.

Risk Management Framework

CIT believes that CIT Group's existing global risk management framework is appropriate and commensurate with its existing structure, risk profile and complexity. CIT will update the risk management framework in connection with the integration with OneWest to reflect additional business lines and risks associated with OneWest's business. CIT Group's risk management framework includes policies and procedures governing all aspects of the risk organization. These policies and procedures are centrally managed by a risk policy and governance team. Compliance with such policies and procedures is supported through controls owned by CIT's various risk management groups (e.g., Compliance, Operational Risk, IT Risk and Vendor Risk), as well as through firm-wide risk assessments and reviews and testing by corporate control functions (e.g., Loan Risk Review, Internal Audit and Model Risk).

[redacted]

Liquidity Risk Management Requirements

CIT Group's Treasury department represents the first line of defense for liquidity management, while the ERM group represents the second line of defense providing independent oversight of Treasury's activities. Senior management's responsibilities with respect to liquidity risk management (including setting and monitoring liquidity risk limits and tolerances, consideration of all business lines and products, cash flow projections and liquidity stress testing) are managed through appropriate escalation to the Asset Liability Committee ("ALCO") and the Enterprise Risk Committee ("ERC"). [redacted]

The ERM provides independent review and evaluation of liquidity risk management activities and monitors cash and liquidity stress test forecasting on an ongoing basis [redacted]

Recent enhancements to CIT's liquidity risk management function include:

[redacted]

[redacted]

[redacted]

CIT Group's Risk Appetite Framework includes an overall Risk Appetite Statement and liquidity risk limits. [redacted]

[redacted]

Stress Testing (DFAST and CCAR)

Although CIT Group is currently subject to DFAST requirements for BHCs with consolidated assets of $10–50 billion, the development and ongoing enhancements of its stress testing framework have been geared toward compliance with requirements with the Board's stress testing and capital planning rules applicable to BHCs with more than $50 billion in total consolidated assets.

[redacted]

In preparation for enhanced prudential standards applicable to BHCs with greater than $50 billion in total consolidated assets, ERM and Treasury have developed education material and presented it to management and board-level committees (e.g., ERC, ALCO, RMC) for education and training purposes. [redacted]

Resolution Plan

[redacted]

13. Explain the negative $30.9 million reported by IMB in line 11 "Extraordinary items and other adjustments, net of income taxes" of Schedule HI of the FR Y-9C as of June 30, 2014.

OWB has informed CIT that IMB reports income from "discontinued operations" in line 11 of Schedule HI on its FR Y-9C filing. OneWest's discontinued operations are comprised of forward and reverse mortgage servicing operations, which were classified as discontinued operations in 2013. [redacted]

[redacted]

[redacted]

Confidential Questions

Response to Confidential Question 1:

Please see Confidential Exhibit D.

Response to Confidential Question 2:

[redacted]

OneWest exited the prepaid card business on June 30, 2014. OneWest ceased marketing and opening new prepaid cards as of January 31, 2014. Customers were advised of OneWest's plan to discontinue its prepaid card business through multiple communications beginning on February 24, 2014. As of June 1, 2014, OneWest discontinued the ability for customers to add new funds to the prepaid cards. As of June 30, 2014, any outstanding cards were closed, and checks representing the remaining balance on any outstanding cards were sent to cardholders.

Response to Confidential Question 3:

[redacted]

A revised and updated risk weighted assets and capital schedule is attached as Confidential Exhibit E. Differences between the attached exhibit and the corresponding schedules in Confidential Exhibit 4 to the Application are highlighted.

Response to Confidential Question 4:

Please see Confidential Exhibit F. Confidential Exhibit F also contains a revised and updated version of the asset quality information provided in Confidential Exhibit 4 to the Application.

Differences between the attached exhibit and the corresponding schedules in Confidential Exhibit 4 to the Application are highlighted.

Response to Confidential Question 5:

CIT Group engaged Deloitte Consulting on September 15, 2014, to assist the company in project management with respect to a formal integration planning and execution process supporting CIT Group (a) with integration planning related to the Transaction; (b) in executing pre-closing actions designed to ensure that, on "Legal Day One", the combined institution operates in a manner consistent with customer, regulatory and investor expectations; and (c) by documenting a detailed plan for post-closing actions to complete the integration of CIT and OneWest.

CIT has already established the structure of the integration process and governance. The integration project plan (including detailed actions to be taken, responsible persons and timelines), is still under development and is expected to be finalized over the coming weeks. Once the project plan is more fully developed, CIT will provide the project plan to the Board in a supplemental submission.

Even before development of the final project plan, several integration planning decisions and actions have already been made or taken, including:

[redacted]

Working with Deloitte, CIT has established the methodology it expects to follow to integrate OWB into CIT Group:

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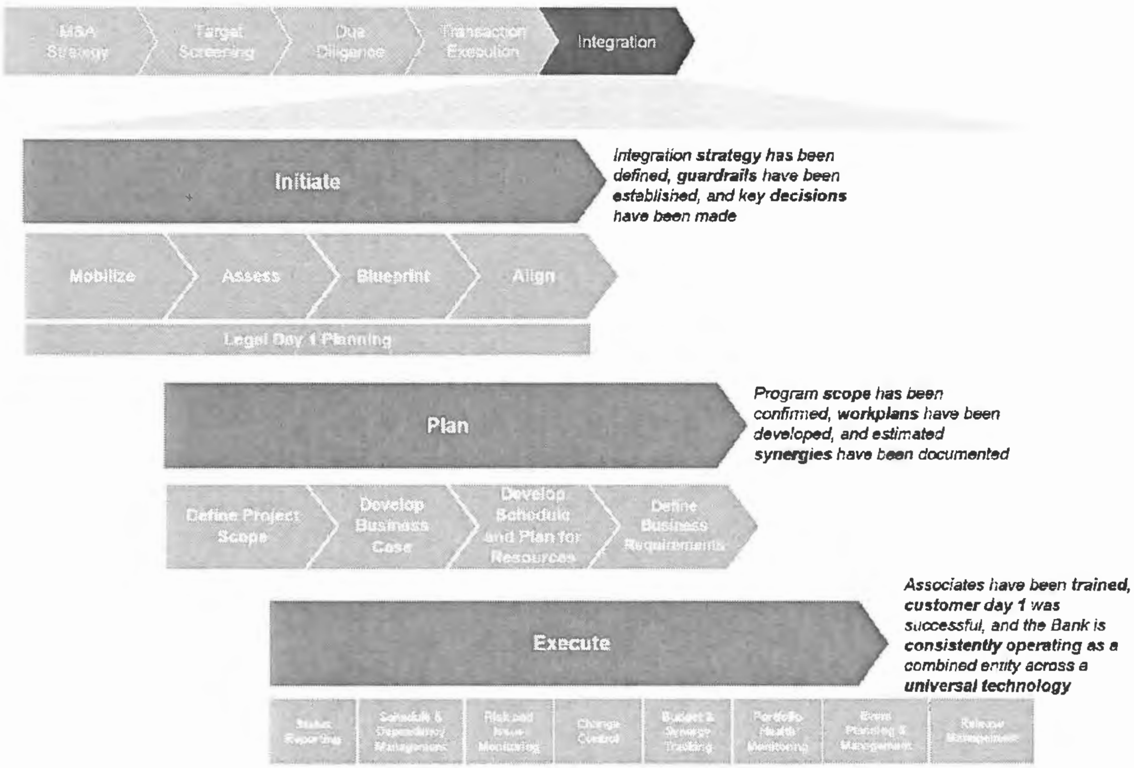
5 [redacted]

Integration Methodology



Since formally initiating the integration planning process, CIT Group has established an integration governance structure and assigned leadership roles to executives of both CIT and OneWest. The Integration Steering Committee, which provides executive oversight of the integration, includes representatives from the Executive, Finance, Operations, Technology and Strategy functions of both CIT and OneWest and, under the oversight of the CIT Board and Executive Management Committee, is responsible for the success of the integration.

The Integration Management Office ("IMO") is co-led by executives from CIT Group ([redacted]) and OneWest ([redacted]). The IMO assists the workstreams with integration planning and execution and serves as the link to the Integration Steering Committee to report progress and elevate key decisions and issues for resolution. The governance structure of the integration process is set forth below:

Integration Governance, Structure and Roles

[redacted]

The Integration Steering Committee developed the integration principles described below to guide the planning and execution of the integration.

Integration Principles

Customer Experience
Ensure we maintain a seamless customer experience

Employee Experience
Make employee decisions quickly, fairly and transparently

Decision Making
Empower workstream owners to make speedy decisions

Timely Communications
Focus on avoiding surprises

Legal Day 1
Focus on creating an Issue-Free Close / Day 1

Limit Complexity
Prioritize integration vs. transformation initiatives

Be Proactive
Proactively seek early integration opportunities that create shareholder value

Transparency
Enable an open working environment and culture; engage regulators

The Integration Steering Committee created the Integration Workstream Teams that will be responsible for planning and executing the integration for their respective areas:

Integration Management Office Functional Overview

Business Front End	Operations	Technology
[redacted]		

Support Functions	Cross Functional Teams
[redacted]	

Many of these workstreams will have sub-integration teams within them. [redacted].

PUBLIC REDACTED VERSIONS OF

CONFIDENTIAL EXHIBITS

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October 8, 2014

TABLE OF PUBLIC REDACTED VERSIONS OF CONFIDENTIAL EXHIBITS

PUBLIC REDACTED VERSION OF

CONFIDENTIAL EXHIBIT E

Risk Weighted Assets and Capital Schedule

CIT Group Consolidated Capital and RWA - Revised from Confidential Exhibit 4 to the Application
$ in Millions

Risk Weighted Assets

	Asset Balance					Risk Weighted Asset Balance					Risk Weighting				
	CIT	Pro Forma CIT				CIT	Pro Forma CIT				CIT	Pro Forma CIT			
	Q2'14	Q4'14	Q4'15	Q4'16	Q4'17	Q2'14	Q4'14	Q4'15	Q4'16	Q4'17	Q2'14	Q4'14	Q4'15	Q4'16	Q4'17
Cash & Investments	7,160	[redacted]				1,679	[redacted]				23%	[redacted]			
Loans / Leases - HFI	34,515	[redacted]				34,515	[redacted]				100%	[redacted]			
Loans / Leases - HFS	1,102	[redacted]				1,102	[redacted]				100%	[redacted]			
Allowance for Loan & Lease Loss	(341)	[redacted]				-	[redacted]				-	[redacted]			
Goodwill & Intangibles	423	[redacted]				-	[redacted]				-	[redacted]			
Other	1,293	[redacted]				566	[redacted]				44%	[redacted]			
Total On-Balance Sheet	44,153	[redacted]				37,862	[redacted]				86%	[redacted]			
Aircraft Purchase Commitments	[redacted]														
Rail Car Purchase Commitments	[redacted]														
Long-term Loan Commitments	[redacted]														
Financial LC's & Guarantees	1,918	[redacted]				1,888	[redacted]				98%	[redacted]			
Other	[redacted]														
Total Off-Balance Sheet	14,789	[redacted]				13,140	[redacted]				89%	[redacted]			
Total Risk Weighted Assets	58,942	[redacted]				51,002	[redacted]				87%	[redacted]			

Capital

	CIT	Pro Forma CIT				
	Q2'14	Q4'14	Q1'15	Q4'15	Q4'16	Q4'17
Stockholders Equity	8,618	[redacted]				
Qualifying Minority Interest	12	[redacted]				
OCI Items excluded from Tier I	21	[redacted]				
Disallowed Deferred Tax Assets	(27)	[redacted]				
Investment in Subs (1st 50%)	(32)	[redacted]				
Goodwill & Intangibles	(423)	[redacted]				
All other	(6)	[redacted]				
Total Tier 1 Capital	8,162	[redacted]				
Allowance for Loan & Lease	372	[redacted]				
Less Investment in Subs	(32)	[redacted]				
Total Tier II Capital	340	[redacted]				
Total Capital	8,502	[redacted]				
Leverage Assets	44,620	[redacted]				
Ratios						
Tier I Capital	16.0%	[redacted]				
Tier I Common	16.0%	[redacted]				
Total Capital	16.7%	[redacted]				
Leverage	18.3%	[redacted]				

Assumptions:
Assumed Close is 3/31/2015

[redacted]

Capital Ratios use Basel III beginning January 2015

[redacted]

PUBLIC REDACTED VERSION OF

CONFIDENTIAL EXHIBIT F

Asset Quality Information

Certain Asset Quality Information - Bank Only

	Dollars in Millions						Ratios			
	Pass	Special Mention	Sub-standard	Doubtful	Loss	Total	Special Mention	Sub-standard	Doubtful	Loss
CIT Bank Portfolio (as of June 2014)										
Loans	[redacted]									
Operating Leases										
Equity Holdings										
Off Lease Transportation Assets										
Repossessed Assets										
CIT Total										
OneWest Bank Portfolio (as of June 2014)										
Loans										
Not Covered by Loss Share	[redacted]									
Loss Share										
Other Covered										
Securities										
Not Covered by Loss Share										
Loss Share										
Other Covered										
REO										
Not Covered by Loss Share										
Loss Share						$ 67.3	[redacted]			
Other Covered										
OneWest Total										
Pro-Forma Portfolio (Pre - Adjustment)										
Loans										
Not Covered by Loss Share	[redacted]									
Loss Share										
Other Covered										
Operating Leases & Off Lease Assets										
Securities (including equity holdings)										
REO and Other Repossessed Assets										
Not Covered by Loss Share										
Loss Share										
Other Covered										
Pro-forma Totals										
Pro-Forma Portfolio (Post Merger - Adjustments)										
Loans										
Not Covered by Loss Share	[redacted]									
Loss Share										
Other Covered										
Operating Leases & Off Lease Assets										
Securities (including equity holdings)										
REO and Other Repossessed Assets										
Not Covered by Loss Share										
Loss Share										
Other Covered										
Adjusted Pro-Forma Totals										

Notes/Assumptions

[redacted]

Certain Asset Quality Information - Bank Only

	Amounts in millions						Ratio to Total Loans					
	Non-Accrual Loans	Restructured Loans	OREO	Other Repossessed Assets	Total Non-Performing	90+ Past Due	Non-Accrual Loans	Restructured Loans	OREO	Other Repossessed Assets	Total Non-Performing	90+ Past Due
CIT Bank Totals (as of June 2014)	$ 91.6	$ -	$ -	$ -	$ 91.6	$ 34.2	[redacted]					
OneWest Bank Portfolio (as of June 2014)												
Not Covered by Loss Share	[redacted]											
Loss Share												
Other Covered												
OneWest Totals (as of June 2014)												
Pro-Forma (Pre-Adjustment)												
Not Covered by Loss Share	[redacted]											
Loss Share												
Other Covered												
Pro-Forma Totals												
Pro-Forma Portfolio (Post Merger - Adjustments)												
Not Covered by Loss Share	[redacted]											
Loss Share												
Other Covered												
Adjusted Pro-Forma Totals												

Notes/Assumptions

[redacted]

Certain Asset Quality Information - Revised from Confidential Exhibit 4 to the Application

	Dollars in Millions						Ratios			
	Pass	Special Mention	Sub-standard	Doubtful	Loss	Total	Special Mention	Sub-standard	Doubtful	Loss
CIT Portfolio (as of June 2014)										
Loans	[redacted]									
Operating Leases										
Equity Holdings										
Off Lease Transportation Assets										
Repossessed Assets										
CIT Total										
OneWest Portfolio (as of June 2014)										
Loans										
Not Covered by Loss Share	[redacted]									
Loss Share										
Other Covered										
Securities										
Not Covered by Loss Share										
Loss Share										
Other Covered										
REO										
Not Covered by Loss Share										
Loss Share						$ 67.3	[redacted]			
Other Covered										
OneWest Total										
Pro-Forma Portfolio (Pre - Adjustment)										
Loans										
Not Covered by Loss Share	[redacted]									
Loss Share										
Other Covered										
Operating Leases & Off Lease Assets										
Securities (including equity holdings)										
REO and Other Repossessed Assets										
Not Covered by Loss Share										
Loss Share										
Other Covered										
Pro-forma Totals										
Pro-Forma Portfolio (Post Merger - Adjustments)										
Loans										
Not Covered by Loss Share	[redacted]									
Loss Share										
Other Covered										
Operating Leases & Off Lease Assets										
Securities (including equity holdings)										
REO and Other Repossessed Assets										
Not Covered by Loss Share										
Loss Share										
Other Covered										
Adjusted Pro-Forma Totals										

Notes/Assumptions

[redacted]

Certain Asset Quality Information - Revised from Confidential Exhibit 4 to the Application

	Amounts in millions						Ratio to Total Loans					
	Non-Accrual Loans	Restructured Loans	OREO	Other Repossessed Assets	Total Non-Performing	90+ Past Due	Non-Accrual Loans	Restructured Loans	OREO	Other Repossessed Assets	Total Non-Performing	90+ Past Due
CIT Totals (as of June 2014)	$ 191.0	$ 126.4	$ -	$ 1.2	$ 318.6	$ 64.3	[redacted]					
OneWest Portfolio (as of June 2014)	[redacted]											
Not Covered by Loss Share												
Loss Share												
Other Covered												
OneWest Totals (as of June 2014)												
Pro-Forma (Pre-Adjustment)												
Not Covered by Loss Share	[redacted]											
Loss Share												
Other Covered												
Pro-Forma Totals												
Pro-Forma Portfolio (Post Merger - Adjustments)												
Not Covered by Loss Share	[redacted]											
Loss Share												
Other Covered												
Adjusted Pro-Forma Totals												

Notes/Assumptions

[redacted]