CREDIT SUISSE GROUP AG
Form 6-K/A
December 16, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 6-K/A

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16

UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of December, 2015

Commission File Number 001-15244

CREDIT SUISSE GROUP AG

(Translation of registrant s name into English)

Paradeplatz 8, 8001 Zurich, Switzerland

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F x Form 40-F o

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): o

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): o

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant s home country), or under the rules of the home country exchange on which the registrant s securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant s security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

EXPLANATORY NOTE

Credit Suisse Group AG is filing this Amendment on Form 6-K/A to its Report on Form 6-K, dated December 16, 2015 (the Original 6-K), solely to file an updated version of the Opinion of Cleary Gottlieb Steen & Hamilton, which was filed as Exhibit 5.1 to the Original 6-K.

This report on Form 6-K/A contains the exhibit set forth below. This report on Form 6-K/A and such exhibit are hereby incorporated by reference into Registration Statement No. 333-207696-01 on Form F-4 of Credit Suisse Group AG.

Exhibit 5.1: Opinion of Cleary Gottlieb Steen & Hamilton LLP

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CREDIT SUISSE GROUP AG

(Registrant)

By: /s/ David Wong
David Wong
Authorized Person

By: /s/ Seth Wolfman
Seth Wolfman
Authorized Person

Date: December 16, 2015