



1345 Avenue of the Americas, 45th Floor  
New York, New York 10105

March 20, 2023

Attention: U.S. Pref C Shareholders of FTAI Aviation Ltd.

**IMPORTANT TAX NOTICE**

Re: 2022 PFIC Status

**This statement is provided for shareholders who are United States persons for purposes of the U.S. Internal Revenue Code who held Pref C shares in FTAI Aviation Ltd. (“FTAI” or the Company”) during the 2022 calendar year.**

**Overview**

On November 10, 2022, Fortress Transportation and Infrastructure Investors LLC completed the merger transaction with FTAI and FTAI Aviation Merger Sub LLC. Upon the effective date, Fortress Transportation and Infrastructure Investors LLC liquidated and Fortress Transportation and Infrastructure Investors LLC shares were exchanged for shares in FTAI.

FTAI meets the Internal Revenue Code definition of a passive foreign investment company (“PFIC”) for the taxable year ended on December 31, 2022. The Company is hereby making available PFIC Annual Information Statements for its taxable year ending on December 31, 2022, pursuant to the requirements of Treasury Regulation Section 1.1295-1(g)(1).

The PFIC Annual Information Statements contain information to enable you to comply with any Qualified Electing Fund (“QEF”) elections.

**A U.S. shareholder who made a QEF election for FTAI is required annually to include in their income their pro rata share of the ordinary earnings and net capital gains, including for the taxable year in which FTAI shares were disposed.**

U.S. shareholders are advised to consult with their tax advisors with respect to the 2022 PFIC Annual Information Statement.

Further information on PFIC rules is available on the internet at the Internal Revenue Service website, including the following pages:

Detailed information about PFICs and the QEF election: [www.irs.gov/instructions/i8621/ch01.html](http://www.irs.gov/instructions/i8621/ch01.html)

Instructions to complete Form 8621: [www.irs.gov/pub/irs-pdf/i8621.pdf](http://www.irs.gov/pub/irs-pdf/i8621.pdf)

Form 8621: [www.irs.gov/pub/irs-pdf/f8621.pdf](http://www.irs.gov/pub/irs-pdf/f8621.pdf)

**THIS INFORMATION IS PROVIDED IN ORDER TO ASSIST FTAI’S U.S. SHAREHOLDERS IN MAKING CALCULATIONS AND DOES NOT CONSTITUTE TAX ADVICE. SHAREHOLDERS ARE ADVISED TO CONSULT THEIR OWN TAX ADVISORS CONCERNING THE OVERALL TAX CONSEQUENCES OF THE OWNERSHIP AND DISPOSITION OF FTAI SHARES ARISING IN THEIR OWN PARTICULAR SITUATIONS UNDER THE UNITED STATES FEDERAL, STATE, LOCAL OR FOREIGN LAW.**



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**PFIC Annual Information Statement**  
**FTAI Aviation Ltd. - FEIN 98-1420784**  
**CUSIP Number - G3730V 139**

- (1) This Information Statement applies to the taxable year of FTAI Aviation Ltd. (“FTAI”) beginning January 1, 2022 and ending on December 31, 2022.
- (2) (i) Your pro rata share of FTAI’s ordinary earnings can be determined as follows:

<b>November 10, 2022 to December 31, 2022</b>			
	<b>Total Earnings</b>	<b>Earnings Per Pref C Share</b>	<b>Daily Earnings Per Pref C Share</b>
<b>Ordinary Earnings</b>	US\$ 1,702,792	US\$0.40543	US\$0.00795

- (ii) Your pro rata share of FTAI’s net capital gain can be determined as follows:

<b>November 10, 2022 to December 31, 2022</b>			
	<b>Total Earnings</b>	<b>Earnings Per Pref C Share</b>	<b>Daily Earnings Per Pref C Share</b>
<b>Net Capital Gain</b>	US\$ 462,833	US\$0.11020	US\$0.00216

(iii) If you owned a different number of FTAI shares at different times between November 10, 2022 and December 31, 2022, calculate the daily per Pref C share amount separately for each lot of FTAI shares that were owned for each holding period and include the total amounts yielded from those calculations on Form 8621.

Investors may use the following example as a guide to calculate their pro rata share of FTAI’s ordinary earnings and net capital gain to be included on Form 8621:

<b>EXAMPLE: Holding period is November 10, 2022 – November 30, 2022</b>	<b>Ordinary Earnings</b>	<b>Net Capital Gain</b>	<b>Total</b>
Number of FTAI Pref C shares held (A)	10,000	10,000	<b>10,000</b>
Number of days the FTAI Pref C shares were held during the Holding Period (B)	20	20	<b>20</b>
Daily Per Pref C Share during the Holding Period (C)	US\$0.00795	US\$0.00216	US\$0.01011
Daily pro rata share (A) x (B) x (C)	US\$ 1,590	US\$ 432	<b>US \$2,022</b>

U.S. shareholders are advised to consult with their tax advisors with respect to the calculation of their pro rata share of FTAI’s ordinary earnings and net capital gain for the Taxable Year.



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- (3) The amount of cash and the fair market value of other property distributed or deemed distributed by FTAI during the Taxable Year are as follows:

**Cash:**

<b>Payment Date</b>	<b>Record Date</b>	<b>Per Share Distribution</b>
December 15, 2022	December 1, 2022	US \$0.51563

- (4) The Summary of Annual Information of FTAI is as follows:

- (i) Description of class of shares – **Pref C shares.**
  - (ii) Total value of Pref C shares at December 31, 2022 – **US\$ 19.50 per share.**
- (5) Any FTAI shareholders making a QEF election will be permitted by FTAI to inspect and copy its permanent books of account, records, and such other documents as are maintained by FTAI that are necessary to establish that FTAI's ordinary earnings and net capital gain, as provided in section 1293(e) of the U.S. Internal Revenue Code, are computed in accordance with U.S. income tax principles, and to verify these amounts and your pro rata share thereof.

FTAI Aviation Ltd.

A handwritten signature in black ink, appearing to read "Angela Nam".

Name: Ms. Angela (Eun) Nam  
Title: Chief Financial Officer  
Date: March 20, 2023