Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) Fortress Transportation & Infrastructure **TUCHMAN MARTIN** X Director 10% Owner Investors LLC [FTAI] Officer (give title Other (specify (Middle) below) below) (Last) (First) 3. Date of Earliest Transaction (Month/Day/Year) 1345 AVENUE OF THE AMERICAS 05/27/2022 45TH FLOOR 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) X Form filed by One Reporting Person 10105 **NEW YORK** NY Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5. Amount of Securities Beneficially 6. Ownership Form: Direct 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 7. Nature Transaction Code (Instr. Execution Date, of Indirect (Month/Day/Year) if any (D) or Indirect Beneficial Owned Following (Month/Day/Year) 8) (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Transaction(s) (Instr. 3 and 4) ν Code Amount Price Common Shares 05/27/2022 A 3,750 A \$0.00(1) 459,291 D Common Shares 177,500 By Trust T Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature Conversion Ownership Derivative **Execution Date** Transaction Expiration Date (Month/Day/Year) Amount of Derivative derivative of Indirect (Month/Day/Year) Security (Instr. 3) if any (Month/Day/Year) Derivative Security (Instr. 5) Beneficial or Exercise Code (Instr. Securities Securities Form: Price of Securities Underlying Beneficially Direct (D) Ownership Acquired or Indirect (I) (Instr. 4) Derivative Derivative Owned (Instr. 4) Security (Instr. 3 and 4) Security Following Disposed Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount

Explanation of Responses:

1. Shares were issued to director as compensation for services provided to the issuer in accordance with the issuer's Nonqualified Stock Option and Incentive Award Plan and the additional terms established by resolution of the Board of Directors. The applicable closing share price was \$20.00 on May 27, 2022.

Exercisable

(A) (D)

Remarks

/s/ Cameron MacDougall, his attorney-in-fact

Number

Shares

Title

Expiration

Date

** Signature of Reporting Person Date

06/01/2022

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

Code

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.