

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**OMB APPROVAL  
OMB Number: 3235-0104  
Estimated average burden  
hours per response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the  
Investment Company Act of 1940

1. Name and Address of Reporting Person * <b>Vernon Simon R</b>	2. Date of Event Requiring Statement (MM/DD/YYYY) <b>7/12/2016</b>	3. Issuer Name and Ticker or Trading Symbol <b>Triton International Ltd [TRTN]</b>
(Last) (First) (Middle) <b>C/O TAL INTERNATIONAL GROUP, INC., 100 MANHATTANVILLE ROAD</b>	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>President /</b>	
(Street) <b>PURCHASE, NY 10577</b>  (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<b>Common Shares</b>	<b>91687</b> (1)	<b>D</b>	
<b>Common Shares</b>	<b>16522</b> (2)	<b>D</b>	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

**Explanation of Responses:**

- (1) Mr. Vernon's 114,802.33 shares of Triton Container International Limited ("Triton") were exchanged for 91,687 shares of Issuer pursuant to the Transaction Agreement dated November 9, 2015 between Triton, Issuer, TAL International Group, Inc. ("TAL"), Ocean Bermuda Sub Limited ("Bermuda Sub"), and Ocean Delaware Sub, Inc. ("Delaware Sub") in which Bermuda Sub merged with and into Triton with Triton surviving the merger as a wholly owned subsidiary of Issuer and Delaware Sub merged with and into TAL with TAL surviving the merger as a wholly owned subsidiary Issuer (the "Transaction Agreement").
- (2) Mr. Vernon was granted 20,686.80 restricted shares of Triton on July 8, 2016, which were exchanged for 16,522 restricted shares of Issuer pursuant to the Transaction Agreement.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Vernon Simon R C/O TAL INTERNATIONAL GROUP, INC. 100 MANHATTANVILLE ROAD PURCHASE, NY 10577</b>	<b>X</b>		<b>President</b>	

**Signatures**Marc Pearlman as attorney-in-fact for Simon R. Vernon7/12/2016

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 5(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).

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

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