

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

STATEMENT OF CHANGES IN 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 *					2. I	2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
GERMAIN (CLAUDI	Ξ			Tr	itoı	ı Intei	nationa	ıl Lı	td []	TRTN]			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		00/ 0	
(Last) (First) (Middle)				3. I	3. Date of Earliest Transaction (MM/DD/YYYY)							X _ Director Officer (giv	X _ Director 10% Owner Officer (give title below) Other (specify below)					
C/O TAL INTERNATIONAL GROUP,						5/2/2018												
INC., 100 M	ANHAT	[ANVI]	LLE F	ROAI)													
	(Stre	et)			4. I	f An	nendme	nt, Date O	rigin	al File	ed (MM/I	DD/YY	YYY	6. Individual o	or Joint/G	roup Filing	Check Appl	icable Line)
PURCHASE, NY 10577														X _ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(C	ity) (Sta	te) (Z	ip)											roini incu by	THOIC thair (one reporting r	CISON	
1 Title of Committee			Table	I - No.				3. Trans. Co	•		•			eneficially Owne		aller Orom a d	6.	7. Nature
1. Title of Security (Instr. 3)			2. Trans	. Date			(Instr. 8)	ae	or Disp	4. Securities Acqui or Disposed of (D) (Instr. 3, 4 and 5)		(A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			Ownership Form:		
								Code	V	Amou	nt (A) (D)		rice					(Instr. 4)
Common Shares 5/2/2018)18	A 4915 (1) A \$0 34995					D								
Common Shares															1548		I	By Wife
	Tab	le II - Der	rivative	Secur	ities I	Bene	ficially	Owned (e.g. ,	puts,	calls, w	arra	ant	s, options, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Trans. Date	Execution	A. Deemed (Instr. 8) A. Trans. (Instr. 8) Code		5. Code Derivative Acquired Disposed (Instr. 3,		e Securities (A) or of (D)	.			Seco	uriti ivati	and Amount of es Underlying ive Security and 4)	8. Price of Derivative Security (Instr. 5)	Securities Beneficially Owned	Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security					v	(A)	(D)	Date Exer	cisable	Expiration Date	Title		amount or Number of hares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	

Explanation of Responses:

(1) Mr. Germain was granted 4,915 common shares on May 2, 2018.

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
GERMAIN CLAUDE C/O TAL INTERNATIONAL GROUP, INC.							
100 MANHATTANVILLE ROAD	X						
PURCHASE, NY 10577							

Signatures

Marc Pearlin as attorney-in-fact for Claude Germain	5/3/201		
**Signature of Reporting Person	Date		

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).

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 control number.