

☐ 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. Issuer Name and Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Sondey Brian					Tr	Triton International Ltd [TRTN]												
(Last)		First) (Middle)				3. Date of Earliest Transaction (MM/DD/YYYY)							X_ Director 10% Owner X Officer (give title below) Other (specify below)					
C/O TRITON CONTAINER INTERNATIONAL, INC, 100						1/10/2023							Chairman, C	EO				
MANHATTA																		
(Street)				4. I	4. If Amendment, Date Original Filed (MM/DD/YYYY)						6. Individual or Joint/Group Filing (Check Applicable Line)							
PURCHASE, NY 10577												_X _ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(C	ity) (Stat	e) (Zi	p)															
			Table	I - Non	-Der	ivati	ve Seci	ırities Acc	quir	ed, Dis	posed of	f , or 1	Bene	eficially Owne	d			
1.Title of Security (Instr. 3) 2. Tran			2. Trans. I			eemed ation if any	3. Trans. Coo (Instr. 8)	de	4. Securities Acquire or Disposed of (D) (Instr. 3, 4 and 5)		red (A)	Fo	Amount of Securit ollowing Reported nstr. 3 and 4)	ties Beneficially Owned Transaction(s)		Ownership Form: Be Direct (D) Ov	Beneficial Ownership	
								Code	V	Amoun	(A) or (D)	Pric	ce				or Indirect (I) (Instr. 4)	(Instr. 4)
Common Shares 1/10/202				23			A		15,673	<u>1)</u> A		\$0			543,885 ⁽²⁾	D		
Common Shares 1/10/202				23			F		32,643	<u>D</u>	\$70.9	99			511,242 ⁽²⁾	D		
	Tab	le II - Dei	rivative	Securi	ties	Bene	ficially	Owned (e.g.,	puts, c	alls, wa	rrant	ts, oj	ptions, conver	tible secu	ırities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	ve ve	3A. Dee Execution Date, if	on (In:	Γrans. str. 8)	Code	Acquire Dispose	ve Securities d (A) or		Date Exercisable I Expiration Date		7. Title and Securities U Derivative S (Instr. 3 and		Inderlying Security	Derivative Security	Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code		v	(A)	(D)	Dat Exe	e ercisable	Expiration Date	Title	Amor	unt or Number of		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	

Explanation of Responses:

- (1) Represents common shares that vested on January 10, 2023, pursuant to performance-based share award granted on February 11, 2020.
- (2) Includes 85,000 common shares held in a family trust.
- (3) Withholding of common shares for the purposes of the payment of tax liability incident to the vesting and settlement of performance-based and time-based share awards.

Reporting Owners

reporting owners					
Donorting Orymon Names / Address	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
Sondey Brian					
C/O TRITON CONTAINER INTERNATIONAL, INC	v		Chairman, CEO		
100 MANHATTANVILLE ROAD			Chairman, CEO		
PURCHASE, NY 10577					

Signatures

/s/Carla Heiss as attorney-in-fact for Brian Sondey 1/12/2023 **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 number.	the form displays a currently valid OMB control