

☐ 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

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# 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)								
Gallagher Michelle	Triton Inte	rnatio	nal Ltd [ˈ	TRT	N]					_		
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)					Director 10% OwnerX Officer (give title below) Other (specify below)						
C/O TRITON CONTAINER INTERNATIONAL, INC, 100 MANHATTANVILLE ROAD			2/7/2	023				Vice President, Controll	er			
(Street)	4. If Amendme	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 Reportin Form filed by More than One		rson		
(City) (State) (Zip)												
	I - Non-Derivat	ive Secu	rities Acqui	red, I	Disposed o	of, or Ben	eficiall	y Owned				
1.Title of Security (Instr. 3)	Date Execution Date, if any 2A. Deemed Execution Securities Beneficially Owned Fol Reported Transaction(s) (Instr. 3 and 4)		C	or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)							
			Code	V	Amount	(A) or (D)	Price				(I) (Instr. 4)	
Common Shares 2/	/2023		A		1,479 (1)	A	\$0			8,691	D	
Table II - Derivative	Securities Bene	eficially	Owned (e.g.	., puts	s, calls, wa	arrants, o	ptions	, convertible securities)				
1. Title of Derivate Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  3. Trans. Date Execution Date, if any	4. Trans. Code (Instr. 8)	Securitie Disposed	per of Derivative es Acquired (A) d of (D) 4 and 5)		6. Date Exer Expiration D		Underly	and Amount of Securities ring Derivative Security and 4)	8. Price of Derivative Security (Instr. 5)		10. Ownership Form of Derivative Security: Direct (D)	Beneficial
	Code V	(A	) (D	<b>)</b> )	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	

#### **Explanation of Responses:**

(1) The reporting person was granted 1,479 restricted shares that fully vest on January 10, 2026.

#### Reporting Owners

Reporting Owner Name / Address		Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Gallagher Michelle C/O TRITON CONTAINER INTERNATIONAL, INC 100 MANHATTANVILLE ROAD PURCHASE, NY 10577			Vice President, Controller				

### Signatures

/s/Carla Heiss as attorney-in-fact for Michelle Gallagher	2/9/2023
**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 the form displays a currently valid OMB control number.

# POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of Brian Sondey, Carla Heiss, Lily Colahan and Shella Lieberman, with full power of substitution, as the undersigned's true and lawful attorney-in-fact to:

- (1) prepare and execute for, and on behalf of, the undersigned, in the undersigned's name, and submit to the U.S. Securities and Exchange Commission (the "SEC"), a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
- (2) prepare and execute for, and on behalf of, the undersigned, in the undersigned's name, in the undersigned's capacity as an officer and/or director of Triton International Limited (the "Company"), and submit to the SEC, all Forms 3, 4 and 5;
- (3) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, will lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney will remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of, and transactions in securities issued by, the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 7<sup>th</sup> day of February, 2023.

/s/Michelle Gallagher	
Signature	
Michelle Gallagher	
Print Name	