
Securities and Exchange Commission
Washington, D.C. 20549

Schedule 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant
to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed
Pursuant to § 240.13d-2

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 1)*

FTAI Infrastructure Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

35953C106

(CUSIP Number)

December 31, 2022

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 Names of Reporting Persons
ASOF II FTAI Holdings 1 L.P.

2 Check the Appropriate Box if a Member of a Group (a)
(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

6 Shared Voting Power
2,523,316

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power
0

8 Shared Dispositive Power
2,523,316

9 Aggregate Amount Beneficially Owned by Each Reporting Person
2,523,316

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
2.5%

12 Type of Reporting Person
PN

1 Names of Reporting Persons

ASOF II FTAI Holdings 2 L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

121,612

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

121,612

9 Aggregate Amount Beneficially Owned by Each Reporting Person

121,612

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.1%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

ASOF II FTAI Holdings 3 L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

135,446

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

135,446

9 Aggregate Amount Beneficially Owned by Each Reporting Person

135,446

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.1%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

ASOF II FTAI Holdings 4 L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

131,300

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

131,300

9 Aggregate Amount Beneficially Owned by Each Reporting Person

131,300

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.1%

12 Type of Reporting Person

PN

1 Names of Reporting Persons
ASOF II FTAI Holdings 5 L.P.

2 Check the Appropriate Box if a Member of a Group (a)
(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

6 Shared Voting Power
130,046

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power
0

8 Shared Dispositive Power
130,046

9 Aggregate Amount Beneficially Owned by Each Reporting Person
130,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
PN

1 Names of Reporting Persons
ASOF II FTAI Holdings 6 L.P.

2 Check the Appropriate Box if a Member of a Group (a)
(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

6 Shared Voting Power
137,808

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power
0

8 Shared Dispositive Power
137,808

9 Aggregate Amount Beneficially Owned by Each Reporting Person
137,808

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
PN

1 Names of Reporting Persons

ASOF II FTAI Holdings 7 L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

138,164

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

138,164

9 Aggregate Amount Beneficially Owned by Each Reporting Person

138,164

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.1%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

ASOF II A (DE) FTAI Holdings 1 L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

604,464

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

604,464

9 Aggregate Amount Beneficially Owned by Each Reporting Person

604,464

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.6%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

ASOF II A (DE) FTAI Holdings 2 L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

22,228

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

22,228

9 Aggregate Amount Beneficially Owned by Each Reporting Person

22,228

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

Less than 0.1%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

ASOF Holdings II, L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

1,972,204

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

1,972,204

9 Aggregate Amount Beneficially Owned by Each Reporting Person

1,972,204

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

1.9%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

Ares Private Opportunities 2020 (C), LP

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

358,256

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

358,256

9 Aggregate Amount Beneficially Owned by Each Reporting Person

358,256

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.4%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

Ares PA Opportunities Fund, L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

214,950

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

214,950

9 Aggregate Amount Beneficially Owned by Each Reporting Person

214,950

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.2%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

Ares Credit Investment Partnership I (V), L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

143,306

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

143,306

9 Aggregate Amount Beneficially Owned by Each Reporting Person

143,306

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.1%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

ASOF Investment Management LLC

2 Check the Appropriate Box if a Member of a Group (a)
(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

5,916,588

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

5,916,588

9 Aggregate Amount Beneficially Owned by Each Reporting Person

5,916,588

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

5.6%

12 Type of Reporting Person

OO (Limited Liability Company)

1 Names of Reporting Persons

ACOF Investment Management LLC

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

358,256

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

358,256

9 Aggregate Amount Beneficially Owned by Each Reporting Person

358,256

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

0.4%

12 Type of Reporting Person

OO (Limited Liability Company)

1 Names of Reporting Persons
Ares CIP (V) Management LLC

2 Check the Appropriate Box if a Member of a Group (a)
 (b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

6 Shared Voting Power
143,306

Number of Shares
 Beneficially Owned by
 Each Reporting Person
 With

7 Sole Dispositive Power
0

8 Shared Dispositive Power
143,306

9 Aggregate Amount Beneficially Owned by Each Reporting Person
143,306

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
OO (Limited Liability Company)

1 Names of Reporting Persons
Ares Management LLC

2 Check the Appropriate Box if a Member of a Group (a)
(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

6 Shared Voting Power
6,685,132

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power
0

8 Shared Dispositive Power
6,685,132

9 Aggregate Amount Beneficially Owned by Each Reporting Person
6,685,132

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
6.3%

12 Type of Reporting Person
OO (Limited Liability Company)

1 Names of Reporting Persons

Ares Management Holdings L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

6,685,132

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

6,685,132

9 Aggregate Amount Beneficially Owned by Each Reporting Person

6,685,132

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

6.3%

12 Type of Reporting Person

PN

1 Names of Reporting Persons

Ares Holdco LLC

2 Check the Appropriate Box if a Member of a Group (a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

6,685,132

7 Sole Dispositive Power

0

8 Shared Dispositive Power

6,685,132

Number of Shares
Beneficially Owned by
Each Reporting Person
With

9 Aggregate Amount Beneficially Owned by Each Reporting Person

6,685,132

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

6.3%

12 Type of Reporting Person

OO (Limited Liability Company)

1 Names of Reporting Persons

Ares Management Corporation

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

6,685,132

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

6,685,132

9 Aggregate Amount Beneficially Owned by Each Reporting Person

6,685,132

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

6.3%

12 Type of Reporting Person

CO

1 Names of Reporting Persons
Ares Voting LLC

2 Check the Appropriate Box if a Member of a Group (a)
 (b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

6 Shared Voting Power
6,685,132

Number of Shares
 Beneficially Owned by
 Each Reporting Person
 With

7 Sole Dispositive Power
0

8 Shared Dispositive Power
6,685,132

9 Aggregate Amount Beneficially Owned by Each Reporting Person
6,685,132

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
6.3%

12 Type of Reporting Person
OO (Limited Liability Company)

1 Names of Reporting Persons

Ares Management GP LLC

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

6,685,132

Number of Shares
Beneficially Owned by
Each Reporting Person
With

7 Sole Dispositive Power

0

8 Shared Dispositive Power

6,685,132

9 Aggregate Amount Beneficially Owned by Each Reporting Person

6,685,132

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

6.3%

12 Type of Reporting Person

OO (Limited Liability Company)

1 Names of Reporting Persons

Ares Partners Holdco LLC

2 Check the Appropriate Box if a Member of a Group (a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Delaware

5 Sole Voting Power

0

6 Shared Voting Power

6,685,132

7 Sole Dispositive Power

0

8 Shared Dispositive Power

6,685,132

9 Aggregate Amount Beneficially Owned by Each Reporting Person

6,685,132

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11 Percent of Class Represented by Amount in Row 9

6.3%

12 Type of Reporting Person

OO (Limited Liability Company)

ITEM 1. (a) Name of Issuer:

FTAI Infrastructure Inc. (the "Issuer").

(b) Address of Issuer's Principal Executive Offices:

1345 Avenue of the Americas, 45th Floor, New York, NY 10105.

ITEM 2. (a) Name of Person Filing:

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of:

1. ASOF II FTAI Holdings 1 L.P. ("Holdings 1")
 2. ASOF II FTAI Holdings 2 L.P. ("Holdings 2")
 3. ASOF II FTAI Holdings 3 L.P. ("Holdings 3")
 4. ASOF II FTAI Holdings 4 L.P. ("Holdings 4")
 5. ASOF II FTAI Holdings 5 L.P. ("Holdings 5")
 6. ASOF II FTAI Holdings 6 L.P. ("Holdings 6")
 7. ASOF II FTAI Holdings 7 L.P. ("Holdings 7")
 8. ASOF II A (DE) FTAI Holdings 1 L.P. (" (DE) Holdings 1")
 9. ASOF II A (DE) FTAI Holdings 2 L.P. (" (DE) Holdings 2")
 10. ASOF Holdings II, L.P. ("ASOF Holdings II" and, together with Holdings 1, Holdings 2, Holdings 3, Holdings 4, Holdings 5, Holdings 6, Holdings 7, (DE) Holdings 1 and (DE) Holdings 2, the "ASOF Holders")
 11. Ares Private Opportunities 2020 (C), LP ("Ares Private Opportunities")
 12. Ares PA Opportunities Fund, L.P. ("Ares PA Opportunities Fund")
 13. Ares Credit Investment Partnership I (V), L.P. ("Ares Credit Investment Partnership")
 14. Ares CIP (V) Management LLC ("Ares CIP (V) Management")
 15. ASOF Investment Management LLC ("ASOF Investment Management")
 16. ACOF Investment Management LLC ("ACOF Investment Management")
 17. Ares Management LLC
 18. Ares Management Holdings L.P. ("Ares Management Holdings")
 19. Ares Holdco LLC ("Ares Holdco")
 20. Ares Management Corporation ("Ares Management")
 21. Ares Voting LLC ("Ares Voting")
 22. Ares Management GP LLC ("Ares Management GP")
 23. Ares Partners Holdco LLC ("Ares Partners")
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(b) Address or Principal Business Office:

The address for each of the Reporting Persons is c/o Ares Management LLC, 2000 Avenue of the Stars, 12th Floor, Los Angeles, CA 90067.

(c) Citizenship of each Reporting Person is:

Each of the Reporting Persons is organized under the laws of the State of Delaware.

(d) Title of Class of Securities:

Common Stock, par value \$0.01 per share ("Common Stock").

(e) CUSIP Number:

35953C106

ITEM 3.

Not applicable.

ITEM 4. Ownership.**(a-c)**

The ownership information presented below represents beneficial ownership of Common Stock of the Issuer as of the date hereof, based upon 99,414,097 shares of Common Stock issued and outstanding as of November 18, 2020, as disclosed in the Issuer's Registration Statement on Form S-3 filed with the Securities and Exchange Commission on November 22, 2022.

Reporting Person	Amount beneficially owned:	Percent of class:	Sole power to vote or to direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
ASOF II FTAI Holdings 1 L.P.	2,523,316	2.5%	0	2,523,316	0	2,523,316
ASOF II FTAI Holdings 2 L.P.	121,612	0.1%	0	121,612	0	121,612
ASOF II FTAI Holdings 3 L.P.	135,446	0.1%	0	135,446	0	135,446
ASOF II FTAI Holdings 4 L.P.	131,300	0.1%	0	131,300	0	131,300
ASOF II FTAI Holdings 5 L.P.	130,046	0.1%	0	130,046	0	130,046
ASOF II FTAI Holdings 6 L.P.	137,808	0.1%	0	137,808	0	137,808
ASOF II FTAI Holdings 7 L.P.	138,164	0.1%	0	138,164	0	138,164
ASOF II A (DE) FTAI Holdings 1 L.P.	604,464	0.6%	0	604,464	0	604,464
ASOF II A (DE) FTAI Holdings 2 L.P.	22,228	*	0	22,228	0	22,228
ASOF Holdings II, L.P.	1,972,204	1.9%	0	1,972,204	0	1,972,204
Ares Private Opportunities 2020 (C), LP	358,256	0.4%	0	358,256	0	358,256
Ares PA Opportunities Fund, L.P.	214,950	0.2%	0	214,950	0	214,950
Ares Credit Investment Partnership I (V), L.P.	143,306	0.1%	0	143,306	0	143,306
ASOF Investment Management LLC	5,916,588	5.6%	0	5,916,588	0	5,916,588
ACOF Investment Management LLC	358,256	0.4%	0	358,256	0	358,256
Ares CIP (V) Management LLC	143,306	0.1%	0	143,306	0	143,306
Ares Management LLC	6,685,132	6.3%	0	6,685,132	0	6,685,132
Ares Management Holdings L.P.	6,685,132	6.3%	0	6,685,132	0	6,685,132
Ares Holdco LLC	6,685,132	6.3%	0	6,685,132	0	6,685,132
Ares Management Corporation	6,685,132	6.3%	0	6,685,132	0	6,685,132
Ares Voting LLC	6,685,132	6.3%	0	6,685,132	0	6,685,132
Ares Management GP LLC	6,685,132	6.3%	0	6,685,132	0	6,685,132
Ares Partners Holdco LLC	6,685,132	6.3%	0	6,685,132	0	6,685,132

* Less than 0.1%

The amount of securities reported herein includes:

- (i) 1,261,658 Series I warrants (the "Series I Warrants") and 1,261,658 Series II warrants (the "Series II Warrants") held of record by Holdings 1;
- (ii) 60,806 Series I Warrants and 60,806 Series II Warrants held of record by Holdings 2;
- (iii) 67,723 Series I Warrants and 67,723 Series II Warrants held of record by Holdings 3.;
- (iv) 65,650 Series I Warrants and 65,650 Series II Warrants held of record by Holdings 4;
- (v) 65,023 Series I Warrants and 65,023 Series II Warrants held of record by Holdings 5;
- (vi) 68,904 Series I Warrants and 68,904 Series II Warrants held of record by Holdings 6;
- (vii) 69,082 Series I Warrants and 69,082 Series II Warrants held of record by Holdings 7;
- (viii) 302,232 Series I Warrants and 302,232 Series II Warrants held of record by (DE) Holdings 1;
- (ix) 11,114 Series I Warrants and 11,114 Series II Warrants held of record by (DE) Holdings 2;
- (x) 986,102 Series I Warrants and 986,102 Series II Warrants held of record by ASOF Holdings II;
- (xi) 179,128 Series I Warrants and 179,128 Series II Warrants held of record by Ares Private Opportunities;
- (xii) 107,475 Series I Warrants and 107,475 Series II Warrants held of record by Ares PA Opportunities Fund;
- (xiii) 71,653 Series I Warrants and 71,653 Series II Warrants held of record by Ares Credit Investment Partnership; and
- (xiv) 26,016 Series I Warrants and 26,016 Series II Warrants held of record by an account managed by Ares Management LLC.

Ares Partners is the sole member of each of Ares Voting and Ares Management GP, which are respectively the holders of the Class B and Class C common stock of Ares Management, which common stock allows them, collectively, to generally have the majority of the votes on any matter submitted to the stockholders of Ares Management if certain conditions are met. Ares Management is the sole member of Ares Holdco, which is the general partner of Ares Management Holdings, which is the sole member of Ares Management LLC, which is: (a) the sole member of ASOF Investment Management, which is the manager of each of the ASOF Holders; (b) the sole member of ACOF Investment Management, which is the manager of Ares Private Opportunities; (c) the sole member of Ares CIP (V) Management, which is the manager of Ares Credit Investment Partnership; and (d) the manager of Ares PA Opportunities Fund. Accordingly, each of the foregoing entities may be deemed to share beneficial ownership of the securities reported herein, but each disclaims any such beneficial ownership of securities not held of record by them.

Ares Partners is managed by a board of managers, which is composed of Michael J Arougheti, Ryan Berry, R. Kipp deVeer, David B. Kaplan, Antony P. Ressler and Bennett Rosenthal (collectively, the "Board Members"). Mr. Ressler generally has veto authority over Board Members' decisions. Each of these individuals disclaims beneficial ownership of the securities that may be deemed to be beneficially owned by Ares Partners.

ITEM 5. Ownership of Five Percent or Less of a Class.

Not applicable.

ITEM 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

ITEM 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

ITEM 8. Identification and Classification of Members of the Group.

Not applicable.

ITEM 9. Notice of Dissolution of Group.

Not applicable.

ITEM 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 10, 2023

ASOF II FTAI Holdings 1 L.P.

By: ASOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

ASOF II FTAI Holdings 2 L.P.

By: ASOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

ASOF II FTAI Holdings 3 L.P.

By: ASOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

ASOF II FTAI Holdings 4 L.P.

By: ASOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

ASOF II FTAI Holdings 5 L.P.

By: ASOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

ASOF II FTAI Holdings 6 L.P.

By: ASOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

ASOF II FTAI Holdings 7 L.P.

By: ASOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

ASOF II A (DE) FTAI Holdings 1 L.P.

By: ASOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

ASOF II A (DE) FTAI Holdings 2 L.P.

By: ASOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

ASOF Holdings II, L.P.

By: ASOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

Ares Private Opportunities 2020 (C), LP

By: ACOF Investment Management LLC, its manager

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

Ares PA Opportunities Fund, L.P.

By: Ares Management LLC, its manager

By: /s/ Anton Feingold

Name: Anton Feingold

Title: Authorized Signatory

Ares Credit Investment Partnership I (V), L.P.

By: Ares CIP (V) Management LLC, its manager

By: /s/ Joshua Bloomstein

Name: Joshua Bloomstein

Title: Authorized Signatory

Ares CIP (V) Management LLC

By: /s/ Joshua Bloomstein

Name: Joshua Bloomstein

Title: Authorized Signatory

ASOF Investment Management LLC

By: /s/Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

ACOF Investment Management LLC

By: /s/ Chris Kerezsi

Name: Chris Kerezsi

Title: Authorized Signatory

Ares Management LLC

By: /s/ Anton Feingold

Name: Anton Feingold

Title: Authorized Signatory

Ares Management Holdings L.P.

By: Ares Holdco LLC, its general partner

By: /s/ Anton Feingold

Name: Anton Feingold

Title: Authorized Signatory

Ares Holdco LLC

By: /s/ Anton Feingold

Name: Anton Feingold

Title: Authorized Signatory

Ares Management Corporation

By: /s/Anton Feingold

Name: Anton Feingold

Title: Authorized Signatory

Ares Voting LLC

By: Ares Partners Holdco LLC, its sole member

By: /s/ Anton Feingold

Name: Anton Feingold

Title: Authorized Signatory

Ares Management GP LLC

By: /s/ Anton Feingold

Name: Anton Feingold

Title: Authorized Signatory

Ares Partners Holdco LLC

By: /s/ Anton Feingold

Name: Anton Feingold

Title: Authorized Signatory

LIST OF EXHIBITS**Exhibit No.** **Description**

99 Joint Filing Agreement (previously filed)