FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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| Check this box if no longer subject |
|-------------------------------------|
| to Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 ar | 2. Issuer Name and Ticker or Trading Symbol FTAI Infrastructure Inc. [FIP] | | | | | | | | | | k all app | tionship of Reporti all applicable) Director | | erson(s) to Is | | | | | | |
|---|--|--------|--------------|--|---------|--|-----------------------------|---|---|--------------------|---|---|--------|--|--|---|---|-------------------|----------|--|
| (Last) 1345 AV | (Fir | st) (M | Middle) | H FL | | 3. Date of Earliest Transaction (Month/Day/Year) 01/03/2023 | | | | | | | | | Office below | cer (give title ow) | | Other (below) | specify | |
| (Street) NEW YO | | | 0105 Zip) | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Indi Line) X | Form Form | ual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| | | Table | I - No | n-Deriva | ative S | Secu | rities | Acq | uired, | Dis | posed of | , or E | Benefi | cially | Own | ed | | | | |
| 1. Title of Security (Instr. 3) 2. Transact Date (Month/Date | | | | Execution [| | | Transaction Code (Instr. | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5) | | | 4 and Securi Benefi | | ities Ficially (I | | m: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | | | | | | Code | v | Amount | (A) (D) | or Pri | се | Transa | action(s) 3 and 4) | | | (msu. 4) | |
| Common stock 01/03 | | | | | 2023 | | | A | | 21,277 | A | \$0 | .00(1) | 67,974 | | | D | | | |
| | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) | | | saction e (instr. Securities Acquired (A) or Disposed of (D) (instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable Expiration Date | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Amount or Number of Title Shares | | Dei Sec (Ins | Price of rivative curity str. 5) | 9. Number derivative Securities Beneficiall' Owned Following Reported Transactio (Instr. 4) | y | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | | |

Explanation of Responses:

Remarks:

/s/ BoHee Yoon, his attorneyin-fact

01/04/2023

** 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 Number.

^{1.} Shares of common stock were issued to director as compensation for services provided to the issuer in accordance with the issuer's Nonqualified Stock Option and Incentive Award Plan and the additional terms established by resolution of the Board of Directors. The applicable closing stock price was \$2.96 on January 3, 2023.