

[] 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 M	lichelle				Tri	iton	Inter	rnationa	al L	td []	RTN]			11	,			
(Last)) (First) (M	liddle)		3. D	3. Date of Earliest Transaction (MM/DD/YYYY)							Direct	Director 10% Owner				
(====,	(,	, (, , , , , , , , , , , , , , , , , , ,									_X_ Officer (give title below) Other (specify below)				below)
C/O TAL IN	TERNA	TIONA	L GRO	OUP,	9/6/2019								Vice Pres	Vice President, Controller				
INC., 100 M	ANHAT	TANVI	LLE R	OAD														
•	(Stre				4. If	f Ame	endme	nt, Date O	rigi	nal File	ed (MM/D	D/YYY	YY) 6. Individ	ual or Jo	int/G1	roup Filing	(Check Appl	icable Line)
PURCHASE, NY 10577 (City) (State) (Zip)											X Form file	X Form filed by One Reporting Person Form filed by More than One Reporting Person						
		(- Non-	Deri	vativ	e Seci	urities Ac	quir	ed, Di	sposed o	f, or	Beneficially O	wned				
1.Title of Security (Instr. 3)			2.	. Trans. D	rans. Date 2A. Exe Dat			3. Trans. Code (Instr. 8)		or Disp	urities Acquired (A) posed of (D) 3, 4 and 5) (A) or nt (D) Price		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Shares 9/6/				9/6/2019	,		A		2319 (1) A	\$0		14963		D			
Common Shares 9/6/2019)			F		2223	A	\$32.6	9	12740			D		
Title of Derivate	Tab	ole II - De	rivative 3		rans. C		ficially	,					ts, options, co			urities) 9. Number of	10.	11. Nature
Security (Instr. 3)	Conversion or Exercise Price of Derivative	Date Exe	Execution Date, if an	cution (Inst					Expiration Date Securitie Derivati			ities Underlying ative Security 3 and 4)	Deriv Secu	Derivative Security (Instr. 5)	derivative Securities Beneficially Owned	Ownership Form of Derivative Security:		
	Security				ode	v	(A)	(D)	Date	e rcisable	Expiration Date	Title	Amount or Number Shares	er of		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	

Explanation of Responses:

(1) 2,319 common shares were granted to Michelle Gallagher on September 6, 2019 pursuant to a performance based share award dated September 7, 2016.

Reporting Owners

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

Signatures

Marc Pearlin as attorney in fact for Michelle Gallagher	9/10/201	
**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.