

Hybrid GP Holdings LLC  
 Form 3  
 January 18, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|                                           |         |          |                                                                                                                                                                                             |                                                    |                                                                                                                                                                                                               |
|-------------------------------------------|---------|----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person * |         |          | 2. Date of Event Requiring Statement                                                                                                                                                        | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |                                                                                                                                                                                                               |
| Â Fortress Investment Group LLC           |         |          | (Month/Day/Year)                                                                                                                                                                            | AMERICOLD REALTY TRUST [COLD]                      |                                                                                                                                                                                                               |
| (Last)                                    | (First) | (Middle) | 01/18/2018                                                                                                                                                                                  |                                                    |                                                                                                                                                                                                               |
| 1345 AVENUE OF THE AMERICAS, 46TH FLOOR,Â |         |          | 4. Relationship of Reporting Person(s) to Issuer                                                                                                                                            |                                                    | 5. If Amendment, Date Original Filed(Month/Day/Year)                                                                                                                                                          |
| (Street)                                  |         |          | (Check all applicable)                                                                                                                                                                      |                                                    |                                                                                                                                                                                                               |
| NEW YORK,Â NYÂ 10105                      |         |          | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |                                                    | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input type="checkbox"/> Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| (City)                                    | (State) | (Zip)    |                                                                                                                                                                                             |                                                    |                                                                                                                                                                                                               |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4)   | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|--------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Common Shares of Beneficial Interest | 69,342,769                                               | I                                                                 | See footnote <u>(1)</u>                                  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|----------------------------------------------------------|
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|----------------------------------------------------------|

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|                                    | Date Exercisable | Expiration Date | Title                                | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |                  |
|------------------------------------|------------------|-----------------|--------------------------------------|----------------------------|----------|---------------------------------------|------------------|
| Warrants to purchase Common Shares | 12/10/2009       | ∞ (2)           | Common Shares of Beneficial Interest | 18,574,619                 | \$ 9.81  | I                                     | See footnote (1) |

## Reporting Owners

| Reporting Owner Name / Address                                                                                                       | Relationships |           |         |       |
|--------------------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                                                      | Director      | 10% Owner | Officer | Other |
| Fortress Investment Group LLC<br>1345 AVENUE OF THE AMERICAS, 46TH FLOOR<br>NEW YORK, NY 10105                                       | ∞             | ∞ X       | ∞       | ∞     |
| FIG Corp.<br>C/O FORTRESS INVESTMENT GROUP LLC<br>1345 AVENUE OF THE AMERICAS, 46TH FLOOR<br>NEW YORK, NY 10105                      | ∞             | ∞ X       | ∞       | ∞     |
| Fortress Operating Entity I LP<br>C/O FORTRESS INVESTMENT GROUP LLC<br>1345 AVENUE OF THE AMERICAS, 46TH FLOOR<br>NEW YORK, NY 10105 | ∞             | ∞ X       | ∞       | ∞     |
| Hybrid GP Holdings LLC<br>C/O FORTRESS INVESTMENT GROUP LLC<br>1345 AVENUE OF THE AMERICAS, 46TH FLOOR<br>NEW YORK, NY 10105         | ∞             | ∞ X       | ∞       | ∞     |
| FIG LLC<br>C/O FORTRESS INVESTMENT GROUP LLC<br>1345 AVENUE OF THE AMERICAS, 46TH FLOOR<br>NEW YORK, NY 10105                        | ∞             | ∞ X       | ∞       | ∞     |
| CF Cold GP LLC<br>C/O FORTRESS INVESTMENT GROUP LLC<br>1345 AVENUE OF THE AMERICAS, 46TH FLOOR<br>NEW YORK, NY 10105                 | ∞             | ∞ X       | ∞       | ∞     |
| CF Cold LP<br>C/O FORTRESS INVESTMENT GROUP LLC<br>1345 AVENUE OF THE AMERICAS, 46TH FLOOR<br>NEW YORK, NY 10105                     | ∞             | ∞ X       | ∞       | ∞     |

## Signatures

|                                                                      |            |
|----------------------------------------------------------------------|------------|
| FORTRESS INVESTMENT GROUP LLC, by /s/ David N. Brooks, its Secretary | 01/18/2018 |
| **Signature of Reporting Person                                      | Date       |
| FIG CORP., by /s/ David N. Brooks, its Secretary                     | 01/18/2018 |

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| <u>Signature of Reporting Person</u>                                                                                                                          | Date       |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|
| FORTRESS OPERATING ENTITY I LP, by FIG Corp., its general partner, by /s/ David N. Brooks, its Secretary                                                      | 01/18/2018 |
| <u>Signature of Reporting Person</u>                                                                                                                          | Date       |
| HYBRID GP HOLDINGS LLC, by Fortress Operating Entity I LP, its sole managing member, by FIG Corp., its general partner, by /s/ David N. Brooks, its Secretary | 01/18/2018 |
| <u>Signature of Reporting Person</u>                                                                                                                          | Date       |
| FIG LLC, by /s/ David N. Brooks, its Secretary                                                                                                                | 01/18/2018 |
| <u>Signature of Reporting Person</u>                                                                                                                          | Date       |
| CF COLD GP LLC, by /s/ Constantine M. Dakolias, its President                                                                                                 | 01/18/2018 |
| <u>Signature of Reporting Person</u>                                                                                                                          | Date       |
| CF COLD LP, by CF Cold GP LLC, its General Partner, by /s/ Constantine M. Dakolias, its President                                                             | 01/18/2018 |
| <u>Signature of Reporting Person</u>                                                                                                                          | Date       |

### Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).  
Securities held through YF ART Holdings, L.P., a Delaware limited partnership ("YFA"). YFA is not controlled by the reporting persons and may file separate reports under Section 16. Each reporting person disclaims beneficial ownership of all reported shares except to the extent of its pecuniary interest therein and the inclusion of the shares in this report shall not be deemed to be an admission of beneficial ownership of the reported shares for the purposes of Section 16 or otherwise.
- (1)
- (2) The Warrants to purchase Common Shares expire on the earliest to occur of (i) 5:00 p.m. New York time on January 31, 2019, (ii) the closing of a qualified sale transaction and (iii) the closing of a qualified initial public offering.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.