

GLOBAL SIGNAL INC
Form 4
May 06, 2005

FORM 4

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

OMB APPROVAL

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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 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 *
Fortress Investment Holdings LLC

(Last) (First) (Middle)

1251 AVENUE OF THE AMERICAS, 16TH FLOOR

(Street)

NEW YORK, NY 10020

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GLOBAL SIGNAL INC [GSL]

3. Date of Earliest Transaction (Month/Day/Year)
05/04/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/04/2005		P	211,500 A \$ 31.47	211,500	I	By Drawbridge Global Macro Fund Ltd. ⁽¹⁾
Common Stock					19,662,252 ⁽²⁾	I	By Fortress Registered Investment Trust ⁽³⁾
Common Stock					0 ⁽⁴⁾	I	By FIG Advisors LLC ⁽⁴⁾

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

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(9-02)

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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fortress Investment Holdings LLC 1251 AVENUE OF THE AMERICAS 16TH FLOOR NEW YORK, NY 10020		X		
FORTRESS INVESTMENT GROUP LLC 1251 AVENUE OF THE AMERICAS 16TH FLOOR NEW YORK, NY 10020		X		
FIG ADVISORS LLC/NY 1251 AVENUE OF THE AMERICAS 16TH FLOOR NEW YORK, NY 10020		X		
Fortress Fund MM LLC 1251 AVENUE OF THE AMERICAS 16TH FLOOR NEW YORK, NY 10020		X		
FORTRESS INVESTMENT FUND LLC 1251 AVENUE OF THE AMERICAS 16TH FLOOR		X		

NEW YORK, NY 10020

FORTRESS REGISTERED INVESTMENT TRUST

1251 AVENUE OF THE AMERICAS

16TH FLOOR

X

NEW YORK, NY 10020

FRIT PINN LLC

1251 AVENUE OF THE AMERICAS

16TH FLOOR

X

NEW YORK, NY 10020

Signatures

See signatures included in
Exhibit 99.1

05/06/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Drawbridge Global Macro Advisors LLC is the investment advisor of Drawbridge Global Macro Fund Ltd. and may be deemed to beneficially own the shares ("Shares") of common stock of Global Signal Inc. listed as beneficially owned by Drawbridge Global Macro Fund Ltd. Fortress Investment Group LLC is the sole managing member of Drawbridge Global Macro Advisors LLC. Fortress Investment Group LLC is 100% owned by Fortress Investment Holdings LLC, an entity which is owned by certain individuals, including Wesley R. Edens. Each reporting person disclaims beneficial ownership of all reported Shares except to the extent of its pecuniary interest therein, if any.

(2) Includes 18,222,252 Shares received in a distribution from Fortress Pinnacle Acquisition LLC. In prior reports, Fortress Registered Investment Trust, through its wholly owned subsidiary, FRIT PINN LLC, reported beneficial ownership of 23,359,696 Shares held by Fortress Pinnacle Acquisition LLC.

(3) FRIT PINN LLC is a wholly owned subsidiary of Fortress Registered Investment Trust which is 100% owned by Fortress Investment Fund LLC. Fortress Investment Fund LLC is managed by its managing member Fortress Fund MM LLC, which is managed by Fortress Investment Group LLC pursuant to a management agreement. Fortress Investment Group LLC is 100% owned by Fortress Investment Holdings LLC. The Shares disclosed in the table as being beneficially owned by the reporting persons are also included in the Shares reported as being beneficially owned by Wesley R. Edens. Each reporting person disclaims beneficial ownership of all reported Shares except to the extent of its pecuniary interest therein.

(4) Fortress Pinnacle Investment Fund LLC, an investment company registered under the Investment Company Act of 1940, received 5,137,444 Shares in a distribution from Fortress Pinnacle Acquisition LLC. FIG Advisors LLC is the investment advisor of Fortress Pinnacle Investment Fund LLC and may be deemed to have voting power or investment power over the Shares held by Fortress Pinnacle Investment Fund LLC. FIG Advisors LLC does not have a pecuniary interest in any such Shares and therefore disclaims beneficial ownership thereof. FIG Advisors LLC is a wholly owned subsidiary of Fortress Investment Group LLC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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