

Intrawest Resorts Holdings, Inc.

Form 3

January 30, 2014

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *
Â Fortress Investment Group
LLC

(Last) (First) (Middle)

1345 AVENUE OF THE
AMERICAS,Â

(Street)

NEW YORK,Â NYÂ 10105

(City) (State) (Zip)

2. Date of Event Requiring
Statement
(Month/Day/Year)
01/30/20143. Issuer Name **and** Ticker or Trading Symbol
Intrawest Resorts Holdings, Inc. [SNOW]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)5. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group
Filing(Check Applicable Line)
☐ Form filed by One Reporting
Person
☒ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock, par value \$0.01 per share

41,882,000

I

By Intrawest Europe Holdings S.?
r.l. and Intrawest S.? r.l. (1) (2) (3)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security4. Conversion
or Exercise5. Ownership
Form of6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fortress Investment Group LLC 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	Ã X	Ã X	Ã	Ã
FIG LLC 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	Ã X	Ã X	Ã	Ã
Fortress Operating Entity I LP 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	Ã X	Ã X	Ã	Ã
FIG Corp. 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	Ã X	Ã X	Ã	Ã
Intrawest Cayman GP Ltd. C/O FORTRESS INVESTMENT GROUP 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	Ã X	Ã X	Ã	Ã
Intrawest Cayman L.P. C/O FORTRESS INVESTMENT GROUP 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	Ã X	Ã X	Ã	Ã
Intrawest Holdings S.a.r.l. C/O FORTRESS INVESTMENT GROUP 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	Ã X	Ã X	Ã	Ã
Intrawest S.a.r.l. C/O FORTRESS INVESTMENT GROUP 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	Ã X	Ã X	Ã	Ã
Intrawest Europe Holdings S.a.r.l. C/O FORTRESS INVESTMENT GROUP 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	Ã X	Ã X	Ã	Ã

Signatures

/s/ Cameron MacDougall, as Authorized Signatory of Fortress Investment Group LLC	01/30/2014
__Signature of Reporting Person	Date
/s/ Cameron MacDougall, as Authorized Signatory of FIG LLC	01/30/2014
__Signature of Reporting Person	Date
/s/ Cameron MacDougall, as Authorized Signatory of Fortress Operating Entity I LP	01/30/2014
__Signature of Reporting Person	Date
/s/ Cameron MacDougall, as Authorized Signatory of FIG Corp.	01/30/2014
__Signature of Reporting Person	Date
/s/ Cameron MacDougall, as Authorized Signatory of Intrawest Cayman GP Ltd.	01/30/2014
__Signature of Reporting Person	Date
/s/ Cameron MacDougall, as Authorized Signatory of Intrawest Cayman L.P.	01/30/2014
__Signature of Reporting Person	Date
/s/ Cameron MacDougall, as Authorized Signatory of Intrawest Holdings S.a r.l.	01/30/2014
__Signature of Reporting Person	Date
/s/ Cameron MacDougall, as Authorized Signatory of Intrawest S.a r.l.	01/30/2014
__Signature of Reporting Person	Date
/s/ Cameron MacDougall, as Authorized Signatory of Intrawest Europe Holdings S.a r.l.	01/30/2014
__Signature of Reporting Person	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).

These shares of Intrawest Resorts Holdings, Inc. common stock are held by Intrawest Europe Holdings S.a r.l. and Intrawest S.a r.l. Intrawest Europe Holdings S.a r.l. directly owns 33,505,600 shares of the common stock and Intrawest S.a r.l. directly owns 8,376,400 shares of the common stock. Intrawest Europe Holdings S.a r.l. owns 100% of Intrawest S.a r.l. Intrawest Cayman L.P. owns 100% of Intrawest Holdings S.a r.l., which owns 100% of Intrawest Europe Holdings S.a r.l. Fortress Investment Fund IV (Fund A) L.P., Fortress Investment Fund IV (Fund B) L.P., Fortress Investment Fund IV (Fund C) L.P., Fortress Investment Fund IV (Fund D), L.P., Fortress Investment Fund IV (Fund E) L.P., Fortress Investment Fund IV (Fund F) L.P., Fortress Investment Fund IV (Fund G) L.P., Fortress Investment Fund IV (Coinvestment Fund A) L.P., Fortress Investment Fund IV (Coinvestment Fund B) L.P., Fortress Investment Fund IV (Coinvestment Fund C) L.P., (continued in footnote 2)

(continued from footnote 1) Fortress Investment Fund IV (Coinvestment Fund D), L.P., Fortress Investment Fund IV (Coinvestment Fund F) L.P., Fortress Investment Fund IV (Coinvestment Fund G) L.P., Fortress IW Coinvestment Fund IV (Fund A) L.P., Fortress IW Coinvestment Fund IV (Fund B) L.P., Fortress IW Coinvestment Fund IV (Fund C) L.P., Fortress IW Coinvestment Fund IV (Fund D), L.P., and Fortress IW Coinvestment Fund IV (Fund G) L.P. (collectively, the "Funds") collectively own 82.1% of the common units and 88.7% of the Class A Preferred Units of Intrawest Cayman L.P. FIG LLC is the investment manager of each of the Funds. Fortress Operating Entity I LP ("FOE I") is the 100% owner of FIG LLC and the general partners of each of the Funds. FIG Corp. is the general partner of FOE I. FIG Corp. is a wholly owned subsidiary of Fortress Investment Group LLC. (continued in footnote 3)

(continued from footnote 2) 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.

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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