

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1999-09-10** | Period of Report: **1999-08-31**
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([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

INTERPOOL INC

CIK: **898777** | IRS No.: **133467669** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **333-27865** | Film No.: **99709007**
SIC: **7359** Equipment rental & leasing, nec

Mailing Address
211 COLLEGE ROAD EAST
PRINCETON NJ 08540

Business Address
211 COLLEGE RD E
PRINCETON NJ 08540
6094528900

REPORTING OWNER

TUCHMAN MARTIN

CIK: **939713**
Type: **4**

Mailing Address
633 PROSPECT AVE
PRINCETON NJ 08540

Business Address
633 PROSPECT AVE
PRINCETON NJ 08540
6094528900

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Common Stock	08/23/99	P		1,429	A	9.9375	223,307	I	(1) (2)
							7,114,950	D	

</TABLE>

- (1) Stock acquired by The Ivy Group, a New Jersey partnership in which the reporting person holds a 28.57% interest.
- (2) Aggregate indirect beneficial interest in 223,307 shares includes 4,749 shares of which Mr. Tuchman's mother is the record owner; 3,037 shares held by Mr. Tuchman's wife; 8,668 shares held by a pension plan f/b/o Mr. Tuchman; 45,919 shares held by a revocable grantor trust of which Mr. Tuchman is the grantor and trustee and Mr. Tuchman's brother is the beneficiary; 10,948 shares representing Mr. Tuchman's 99% interest in shares held by Martom Associates, a New Jersey partnership; and 149,986 shares held by The Ivy Group, a New Jersey partnership in which the reporting person holds a 28.57% interest.

(Over)

(Form 4-07/98)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<TABLE>

<CAPTION>

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (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 at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or indirect (I) (Instr. 4)	11. Nature of Ownership: Direct or Beneficial (Instr. 4)
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>

</TABLE>

Explanation of Responses:

/s/ Martin Tuchman

09/07/99

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.