

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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* <u>CF Turul LLC</u> (Last) (First) (Middle) 1345 AVENUE OF THE AMERICAS, 46TH FLOOR (Street) NEW YORK NY 10105 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HARBINGER GROUP INC. [HRG]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 05/15/2014	
		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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, \$0.01 par value	05/15/2014		C		32,994,740	A	(1)	32,994,740	D ⁽²⁾	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Series A Part Conv Pref Stock par value \$0.01 per share	(1)	05/15/2014		C		205,000 ⁽¹⁾		05/13/2011	(3)	Common Stock, \$0.01 par value	32,994,740	\$0.00	0	D ⁽²⁾	

1. Name and Address of Reporting Person*
CF Turul LLC
 (Last) (First) (Middle)
 1345 AVENUE OF THE AMERICAS, 46TH FLOOR
 (Street)
 NEW YORK NY 10105
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Fortress Credit Opportunities Advisors LLC
 (Last) (First) (Middle)
 1345 AVENUE OF THE AMERICAS, 46TH FLOOR
 (Street)
 NEW YORK NY 10105
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
FIG LLC
 (Last) (First) (Middle)
 1345 AVENUE OF THE AMERICAS, 46TH FLOOR
 (Street)
 NEW YORK NY 10105
 (City) (State) (Zip)

1. Name and Address of Reporting Person*

[Fortress Operating Entity I LP](#)

(Last) (First) (Middle)
1345 AVENUE OF THE AMERICAS, 46TH FLOOR

(Street)
NEW YORK NY 10105

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[FIG Corp.](#)

(Last) (First) (Middle)
1345 AVENUE OF THE AMERICAS, 46TH FLOOR

(Street)
NEW YORK NY 10105

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Fortress Investment Group LLC](#)

(Last) (First) (Middle)
1345 AVENUE OF THE AMERICAS, 46TH FLOOR

(Street)
NEW YORK NY 10105

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Briger Peter L JR](#)

(Last) (First) (Middle)
1345 AVENUE OF THE AMERICAS, 46TH FLOOR

(Street)
NEW YORK NY 10105

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Dakolias Constantine M](#)

(Last) (First) (Middle)
1345 AVENUE OF THE AMERICAS, 46TH FLOOR

(Street)
NEW YORK NY 10105

(City) (State) (Zip)

Explanation of Responses:

1. Pursuant to the terms of the Preferred Stock, 204,999 shares of Series A Participating Convertible Preferred Stock held by CF Turul LLC ("CF Turul") converted into Harbinger Group Inc. common stock ("Common Stock") on a 160.9507-to-1 basis. CF Turul retained one share of Series A Preferred Stock, which share is no longer convertible into Common Stock.

2. This Form 4 is filed on behalf of CF Turul, Fortress Credit Opportunities Advisors LLC ("FCOA"), FIG LLC, Fortress Investment Operating Entity I LP ("FOE I"), FIG Corp., Fortress Investment Group LLC, ("Fortress"), Peter L. Briger, Jr. ("Briger") and Constantine M. Dakolias ("Dakolias" and together with Briger, the "Committee Members"). Each of FCOA, FIG LLC, FOE I, FIG Corp., Fortress and the Committee Members may be deemed to be the indirect beneficial owner of the securities directly owned by CF Turul under Rule 16a-1(a)(1) promulgated under the Securities Exchange Act of 1934, as amended. These securities are directly owned by CF Turul. FCOA, FIG LLC, FOE I, FIG Corp., Fortress and the Committee Members may be deemed to have indirect beneficial ownership of these securities. However, pursuant to Rule 16a-1(a)(4) promulgated under the Exchange Act, each of FCOA, FIG LLC, FOE I, FIG Corp., Fortress and the Committee Members disclaims beneficial ownership of such securities.

3. The Preferred Stock had no expiration date.

Remarks:

[/s/ CF Turul LLC, by
Constantine M. Dakolias, its
President](#) 05/19/2014

[/s/ FCOA, by Constantine M.
Dakolias, its President](#) 05/19/2014

[/s/ FIG LLC, by David N.
Brooks, its Secretary](#) 05/19/2014

[/s/ FOE I, by David N. Brooks,
its Secretary, Vice President and](#) 05/19/2014

General Counsel

/s/ FIG Corp., by David N.

Brooks, its Secretary, Vice
President and General Counsel

05/19/2014

/s/ Fortress, by David N. Brooks,

its Secretary, Vice President and
General Counsel

05/19/2014

/s/ Peter L. Briger, Jr.

05/19/2014

/s/ Constantine M. Dakolias

05/19/2014

** 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 Number.