

(Print or Type Responses)

1. Name and Address of Reporting Person MCMAHON BRIAN P			2. Issuer Name and Ticker or Trading Symbol FTE Networks, Inc. [FTNW]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Control Person				
(Last) (First) (Middle) 101 HORSEHOE ROAD			3. Date of Earliest Transaction (Month/Day/Year) 09/13/2018							
(Street) MILLNECK, NY 11765			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person				
(City) (State) (Zip)			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	09/13/2018		C		178,000	A	(4)	713,026	D	
Series H Preferred Stock	07/02/2019		J		67	A	(3)	67	D	

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

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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 Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Preferred Stock	\$ 0.62	07/02/2019		J		1,351 (1)		(2)	(2)	Common Stock	2,179,032	(1)	1,351	D
Series A-1 Preferred Stock	\$ 0.62	07/02/2019		J		197 (1)		(2)	(2)	Common Stock	317,742	(1)	197	D
Series A Preferred Stock	\$ 0.62	07/02/2019		J			1,351	(2)	(2)	Common Stock	2,179,032	(3)	0	D
Series A-1 Preferred Stock	\$ 0.62	07/02/2019		J			197	(2)	(2)	Common Stock	317,742	(3)	0	D
Series G Convertible Preferred Stock	(4)	09/13/2018		J			1,780	04/04/2018	(5)	Common Stock	178,000	(4)	0	D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCMAHON BRIAN P 101 HORSEHOE ROAD MILLNECK, NY 11765				Control Person

Signatures

/s/ Brian McMahon

07/03/2019

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) On July 2, 2019, the Reporting Person was issued 1,351 shares of Series A Preferred Stock and 197 shares of Series A-1 Preferred Stock as partial consideration for restructuring certain of the Reporting Person's promissory notes in connection with the Issuer's debt restructuring.
- (2) The Series A Preferred Stock and Series A-1 Preferred Stock are perpetual and can be converted into shares of the Issuer's Common Stock any time at the holder's option.
- (3) On July 2, 2019, the Reporting Person exchanged 1,351 shares of Series A Preferred Stock and 197 shares of Series A-1 Preferred Stock for 33 shares of Series H Preferred Stock, in connection with the Issuer's debt restructuring.
- (4) The Reporting Person's Series G Convertible Preferred Stock was converted into shares of Common Stock for no consideration.
- (5) Each share of Series G Convertible Preferred Stock is convertible into 100 shares of Common Stock commencing on April 3, 2018 and has no expiration date.

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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