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

SCHEDULE 13G*

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2 (Amendment No. 1)*

				Fifth Wall Acquisition Corp. III				
			C)	(Name of Issuer)	10			
	Class A Ordinary Shares, par value \$0.0001 per share(the "Shares") (Title of Class of Securities)							
	G34142102							
				(CUSIP Number)				
				December 31, 2021				
				(Date of Event Which Requires Filing of the Statement)				
Check the a	appropriate box to desig	nate the rule purs	suant t	to which this Schedule is filed:				
	ale 13d-1(b)							
	ıle 13d-1(c) ıle 13d-1(d)							
	` '							
				a reporting person's initial filing on this form with respect to the disclosures provided in a prior cover page.	e subject class of securities, and for any subsequent			
amendment	Containing information	willen would an	iter the	disclosures provided in a prior cover page.				
Th. :	-4:				10 - £41 - £			
otherwise si	ation required in the renulation required in the renulation in the liabilities of	namer of this co	over pa	age shall not be deemed to be "filed" for the purpose of Section but shall be subject to all other provisions of the Act (however)	er, see the Notes).			
	,			F	,			
	CUSIP No. G3414	12102		13G	Page 2 of 13 Pages			
1.	NAME OF REP	ORTING PERSO	ONS					
1.	TWINE OF REF	ORTH VOTEROS	0110					
	Citadel Advisor	rs LLC						
2.	CHECK THE A	PPROPRIATE I	BOX I	F A MEMBER OF A GROUP	() -			
					(a) □ (b) □			
					(6)			
3.	SEC USE ONL	Y						
4.	CITIZENSHIP (OR PLACE OF O	ORGA	NIZATION				
	Delaware							
		5.	so	LE VOTING POWER				
		3.		EE VOIINGTOWER				
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N	NUMBER OF 6. S			ARED VOTING POWER				
BE	SHARES BENEFICIALLY		2.1	66,303 Shares				
(OWNED BY	- 7		*				
I	EACH 7. REPORTING PERSON		SO	LE DISPOSITIVE POWER				
			0					
	WITH							
		8.	SH	ARED DISPOSITIVE POWER				
			Sec	e Row 6 above				
9.	AGGREGATE	AMOUNT BEN	EFICI	ALLY OWNED BY EACH REPORTING PERSON				
	9. AUGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
1	See Row 6 above							

10.	CHECK IF THE	AGGREGATI	E AMOUNT IN RO	W (9) EXCLUDE	S CERTAIN SHARES			
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	$7.6\%^1$							
12.	TYPE OF REPORTING PERSON							
	IA; OO; HC							
	, ,							
The percent	ages reported in thi	s Schedule 13C	G are based upon 28, November 12, 2021)	,407,000 Shares ou	utstanding as of November 1	12, 2021 (accord	ding to the issuer's Form 10-Q	as filed with
the Securities	s and Exchange Co	Jillinssion on i	(0) (ciliber 12, 2021)	<i>)</i> .				
	CHCIDN C2414	2102		1	3 G		D 2 612 D	
	CUSIP No. G3414	2102		1.	SG .		Page 3 of 13 Pages	
1	NAME OF REPO	ODTING DEDG	ONG					
1.								
2.	CHECK THE AL		BOX IF A MEMBE	ED OF A CDOUD				
2.	CHECK THE AI	PROPRIATE	DUA IF A MEMBI	ER OF A GROUP				(a) 🗆
								(b) 🛘
3.	SEC USE ONLY	•						
4.	CITIZENSHIP C	OR PLACE OF	ORGANIZATION					
	Delaware							
	Delaware	5.	SOLE VOTING	G POWER				
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	BER OF ARES	6.	SHARED VOT	ING POWER				
BENEF	TICIALLY VED BY		2,166,303 Shar	·es				
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W	TTH	8.	SHARED DISP	POSITIVE POWE	₹			
			See Row 6 abov	ve				
9.	AGGREGATE A	MOUNT BEN	IEFICIALLY OWN	NED BY EACH RI	EPORTING PERSON			
	See Row 6 above							
10.	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES							
11.	PERCENT OF C	LASS REPRE	SENTED BY AMO	OUNT IN ROW (9)				
	7.6%							
12.	TYPE OF REPO	RTING PERSO	ON					
	PN; HC							
	1							

1.	NAME OF REPORTING PERSONS					
	Citadel GP LLC					
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
					(a) (b)	
					(-)	
3.	SEC USE ONLY	<i>T</i>				
4.	CITIZENSHIP (OR PLACE OF	ORGANIZATION			
	Delaware					
		5.	SOLE VOTING POWER			
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NUM	BER OF		0			
SH	ARES	6.	SHARED VOTING POWER			
	TICIALLY IED BY		2,166,303 Shares			
E	ACH	7.	SOLE DISPOSITIVE POWER			
	ORTING RSON					
	TTH		O SHADED DISPOSITIVE DONALD			
		8.	SHARED DISPOSITIVE POWER			
			See Row 6 above			
9.	AGGREGATE A	AMOUNT BEN	EFICIALLY OWNED BY EACH REPORTING PERSON			
	See Row 6 abov	e				
10.			AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
10.	CHECK II THE	AGGREGATE	AMOONT IN ROW (7) EXCEODES CERTAIN SHARES			
11.	PERCENT OF C	CLASS REPRES	ENTED BY AMOUNT IN ROW (9)			
	7.6%					
12.	TYPE OF REPO	ORTING PERSO	N			
	оо; нс					
	00, 110					
	CUSIP No. G3414	2102	13G	Page 5 of 13 Pages		
1.	NAME OF REP	ORTING PERS	ONS			
	Citadel Securiti					
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				(a)	
	and you only y					
3.	SEC USE ONLY					
4.	CITIZENSHIP OR PLACE OF ORGANIZATION					
٦.	CITIZENSHIP OR PLACE OF ORGANIZATION					
	Delaware	1				
		5.	SOLE VOTING POWER			
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		6.	SHARED VOTING POWER			
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BENEF	ARES ICIALLY	7.	0 Shares			
OWN	OWNED BY		SOLE DISPOSITIVE POWER			

EACH REPORTING PERSON WITH

		8.	SHARED DISPOSITIVE POWER			
			See Row 6 above			
9.	AGGREGATE A	AMOUNT BENE	FICIALLY OWNED BY EACH REPORTING PERSON			
	See Row 6 above					
10.	CHECK IF THE	AGGREGATE A	MOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
11.	PERCENT OF C	CLASS REPRESE	NTED BY AMOUNT IN ROW (9)			
	0.0%					
12.	TYPE OF REPORTING PERSON					
	BD; OO					

	CUSIP No. G3414	12102	13G	Page 6 of 13 Pages				
1.	NAME OF REP	ORTING PER	SONS					
	Citadel Securit	Citadel Securities Group LP						
2.	CHECK THE A	PPROPRIATE	BOX IF A MEMBER OF A GROUP	(-)				
				(a) (b)				
3.	SEC USE ONL	Y						
4.	CITIZENSHIP (OR PLACE OF	ORGANIZATION					
	Delaware							
		5.	SOLE VOTING POWER					
NH D	IDED OF		0					
SH	IBER OF IARES	6.	SHARED VOTING POWER					
	FICIALLY NED BY		0 Shares					
	ACH ORTING	7.	SOLE DISPOSITIVE POWER					
PE	RSON VITH		0					
v	V1111	8.	SHARED DISPOSITIVE POWER					
			See Row 6 above					
9.	AGGREGATE .	AMOUNT BE	NEFICIALLY OWNED BY EACH REPORTING PERSON					
	See Row 6 abov	ve						
10.	CHECK IF THE	E AGGREGAT	E AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11.	PERCENT OF O	CLASS REPRE	SENTED BY AMOUNT IN ROW (9)					
	0.0%	0.0%						
12.	TYPE OF REPO	ORTING PERS	ON					
	PN; HC							

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1.	NAME OF REPORTING PERSONS						
	Citadel Securities GP LLC						
2.	CHECK THE AI	PPROPRIATE	BOX IF A MEMBER OF A GROUP	()			
				(a) (b)			
3.	· ·						
3.	SEC USE ONLY	SEC USE ONLY					
4.	CITIZENSHIP C	OR PLACE OF	ORGANIZATION				
	Delaware						
		5.	SOLE VOTING POWER				
NII N	DED OF		0				
SHA	BER OF ARES	6.	SHARED VOTING POWER				
OWN	ICIALLY ED BY		0 Shares				
	ACH RTING	7.	SOLE DISPOSITIVE POWER				
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***		8.	SHARED DISPOSITIVE POWER				
			See Row 6 above				
9.	AGGREGATE A	AMOUNT BEN	NEFICIALLY OWNED BY EACH REPORTING PERSON				
	See Row 6 above	e					
10.	10. CHECK IF THE AGGREGAT		E AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
11.	PERCENT OF C	CLASS REPRE	SENTED BY AMOUNT IN ROW (9)				
	0.0%						
12.	2. TYPE OF REPORTING PERSON						
	OO; HC						

(CUSIP No. G34142102			13G		Page 8 of 13 Pages		
								
1.	NAME OF REPO	ORTING PERS	ONS					
	Kenneth Griffin							
2.	CHECK THE A	PPROPRIATE	BOX IF A MEMBER OF A GR			(a) (b)		
3.	SEC USE ONLY	7						
4.	CITIZENSHIP C	OR PLACE OF	ORGANIZATION					
	U.S. Citizen							
		5.	SOLE VOTING POWER					
			0					
NUMBER OF		6.	SHARED VOTING POWE	R				
SHARES BENEFICIALLY			2,166,303 Shares					
	OWNED BY EACH							

PER	REPORTING PERSON WITH		SOLE DISPOSITIVE POWER 0		
		8.	SHARED DISPOSITIVE POWER		
			See Row 6 above		
9.	AGGREGATE A	AMOUNT BENI	EFICIALLY OWNED BY EACH REPORTING PERSON		
	See Row 6 abov	e			
10.	CHECK IF THE	AGGREGATE	AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
11.	PERCENT OF C	LASS REPRES	ENTED BY AMOUNT IN ROW (9)		
	7.6%				
12.	12. TYPE OF REPORTING PERSON		N		
IN; HC					

CUSIP No	. G34142102	

13G

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Item 1(a). Name of Issuer:

Fifth Wall Acquisition Corp. III

Item 1(b). Address of Issuer's Principal Executive Offices:

6060 Center Drive, 10th Floor, Los Angeles, CA 90045 United States

Item 2(a). Name of Person Filing:

This Schedule 13G is being jointly filed by Citadel Advisors LLC ("Citadel Advisors"), Citadel Advisors Holdings LP ("CAH"), Citadel GP LLC ("CGP"), Citadel Securities LLC ("Citadel Securities"), Citadel Securities Group LP ("CALC4"), Citadel Securities GP LLC ("CSGP") and Mr. Kenneth Griffin (collectively with Citadel Advisors, CAH, CGP, Citadel Securities, CALC4 and CSGP, the "Reporting Persons") with respect to the Shares of the above-named issuer owned by Citadel Multi-Strategy Equities Master Fund Ltd., a Cayman Islands company ("CM"). Such owned Shares may include other instruments exercisable for or convertible into Shares.

Citadel Advisors is the portfolio manager for CM. CAH is the sole member of Citadel Advisors. CGP is the general partner of CAH. CALC4 is the non-member manager of Citadel Securities. CSGP is the general partner of CALC4. Mr. Griffin is the President and Chief Executive Officer of CGP, and owns a controlling interest in CGP and CSGP.

The filing of this statement shall not be construed as an admission that any of the Reporting Persons is the beneficial owner of any securities covered by the statement other than the securities actually owned by such person (if any).

Item 2(b). Address of Principal Business Office or, if none, Residence:

The address of the principal business office of each of the Reporting Persons is 131 S. Dearborn Street, 32nd Floor, Chicago, Illinois 60603.

Item 2(c). Citizenship:

Each of Citadel Advisors, CGP, Citadel Securities and CSGP is organized as a limited liability company under the laws of the State of Delaware. Each of CALC4 and CAH is organized as a limited partnership under the laws of the State of Delaware. Mr. Griffin is a U.S. citizen.

Item 2(d). Title of Class of Securities:

Class A Ordinary Shares, par value \$0.0001 per share

Item 2(e). CUSIP Number:

G34142102

	(a) □ Broker or dealer registered under Section 15 of the Act (15 U.S.C. 780); (b) □ Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c); (c) □ Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c); (d) □ Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8); (e) □ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E); (f) □ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F); (g) □ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G); (h) □ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); (i) □ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act (1 80a-3); (j) □ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J); (g) □ Group, in accordance with § 240.13d-1(b)(1)(ii)(K).										
	` ´		Group, in accordance with § 240.13d-1(b)(1)(ii)(K). a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:								
tom 1		ng as a noi	n-U.S. Institt	ition in accordance with § 240.13d-1(b)(1)(1)(1)), please specify the type of ins	sitution:						
tem 4.	A.	•	el Advisors I	LC, Citadel Advisors Holdings LP and Citadel GP LLC							
		(a)		Citadel Advisors LLC, Citadel Advisors Holdings LP and Citadel GP LLC may	y be deemed to beneficially own 2 166 303 Shares						
		(b)	The numb	per of Shares that each of Citadel Advisors LLC, Citadel Advisors Holdings L	•						
				titutes 7.6% of the Shares outstanding.							
		(c)	Number o	of Shares as to which such person has:							
			(i) s	sole power to vote or to direct the vote: 0							
			(ii)	shared power to vote or to direct the vote: 2,166,303							
			(iii)	sole power to dispose or to direct the disposition of: 0							
			(iv)	shared power to dispose or to direct the disposition of: 2,166,303							
	CU	JSIP No. (G34142102	13G	Page 11 of 13 Pages						
	CU				Page 11 of 13 Pages						
	CU B.		G34142102 el Securities l		Page 11 of 13 Pages						
			el Securities l Citadel Se	LLC ecurities LLC may be deemed to beneficially own 0 Shares.							
		Citade	el Securities l Citadel Se	LLC							
		Citade	el Securities l Citadel So The numb	LLC ecurities LLC may be deemed to beneficially own 0 Shares.							
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	B.	Citade (a) (b) (c) Citade (a) (b)	Citadel Sc The number of (i) :: (ii) :: (iii) ::	cecurities LLC may be deemed to beneficially own 0 Shares. Deer of Shares that Citadel Securities LLC may be deemed to beneficially own of shares of Shares as to which such person has: Sole power to vote or to direct the vote: 0 Shared power to vote or to direct the disposition of: 0 Shared power to dispose or to direct the disposition of: 0 Group LP and Citadel Securities GP LLC Citadel Securities Group LP and Citadel Securities GP LLC may be deemed to be of Shares that each of Citadel Securities Group LP and Citadel Securities G	constitutes 0.0% of the Shares outstanding.						

If this statement is filed pursuant to §§ 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

Item 3.

CUSIP No. G34142102		13G		Page 12 of 13 Pages						
	D.	Kennet	h Griffin							
	D.	(a)		emed to beneficially own 2,166,303 Share	•					
		(b)	•	that Mr. Griffin may be deemed to benefi		6% of the Shares outstanding				
		(c)		o which such person has:	ciarry own constitutes 7.	670 of the Shares outstanding.				
		(c)		vote or to direct the vote: 0						
				to vote or to direct the vote: 2,166,303						
			•	dispose or to direct the disposition of: 0						
			•	to dispose or to direct the disposition of:	2,166,303					
Item 5.		-	ive Percent or Less of a							
			is being filed to report thes, check the following.		ing person has ceased to	be the beneficial owner of more than 5 percent of the				
Item 6.	Owne	ership of N	More Than Five Percent	on Behalf of Another Person:						
	Not A	pplicable								
Item 7.	Ident	ification a	nd Classification of the	Subsidiary Which Acquired the Securi	ty Being Reported on E	By the Parent Holding Company:				
	Not A	pplicable								
Item 8.	Ident	ification a	nd Classification of Me	mbers of the Group:						
	Not A	pplicable								
Item 9.	Notic	Notice of Dissolution of Group:								
	Not A	pplicable								
Item 10.	. Certi	fications:								
	the ef	fect of cha		control of the issuer of the securities and		re not acquired and are not held for the purpose of or with the not held in connection with or as a participant in any				
	CU	JSIP No. C	34142102	13G		Page 13 of 13 Pages				
				SIGNATURE						
After res	sconable in	miry and t	o the best of its knowledge		the information set forth	n in this statement is true, complete and correct.				
	ebruary 14,		o the best of its knowledg	ge and benef, the undersigned certify that	the information set forth	and correct.				
	EL SECUI		LC	CITAL	DEL ADVISORS LLC					
By:	/s/ Guy M Guy Mille		zed Signatory	By:	/s/ Gregory Johnson Gregory Johnson, Aut	horized Signatory				
CITAD	EL SECUI	RITIES G	ROUP LP	CITA	DEL ADVISORS HOL	DINGS LP				
By:	/s/ Guy M			By:	/s/ Gregory Johnson					
	Guy Mille	r, Authoriz	zed Signatory		Gregory Johnson, Aut	horized Signatory				
CITAD	EL SECUI	RITIES G	P LLC	CITAI	DEL GP LLC					
By:	/s/ Guy M	iller		By:	/s/ Gregory Johnson					

Gregory Johnson, Authorized Signatory

Guy Miller, Authorized Signatory

KENNETH GRIFFIN

By:

/s/ Gregory Johnson Gregory Johnson, attorney-in-fact*

Gregory Johnson is signing on behalf of Kenneth Griffin as attorney-in-fact pursuant to a power of attorney previously filed with the Securities and Exchange Commission, and hereby incorporated by reference herein. The power of attorney was filed as an attachment to a filing by Citadel Advisors LLC on Schedule 13G for Jaws Acquisitions Corp. on February 1, 2021.