# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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Form 8-K	

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 6, 2018

## GARRETT MOTION INC.

(Exact name of Registrant as specified in its Charter)

Delaware (State or other jurisdiction of incorporation) 1-38636 (Commission File Number)

Registrant's telephone number, including area code: +41 21 695 30 00

82-487189 (I.R.S. Employer Identification Number)

La Pièce 16, Rolle, Switzerland (Address of principal executive offices)

new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.  $\Box$ 

1180 (Zip code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the Registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

#### Item 7.01 Regulation FD Disclosure.

Members of Garrett Motion Inc. (the "Company") management hosted its previously announced investor day on September 6, 2018 in anticipation of its previously announced spin-off from Honeywell International Inc. The investor day was open to all investors and the presentation slides were posted on Honeywell's website. A copy of the presentation slides is attached as Exhibit 99.1 and incorporated by reference herein.

The information furnished pursuant to this Item 7.01, including Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933 or the Exchange Act.

Item 9.01 Financial Statements and Exhibits.

(d)

Exhibits.

Exhibit 99.1 Garrett Investor Conference – NYSE: GTX dated September 6, 2018

#### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 7, 2018 Garrett Motion Inc.

By: /s/ Su Ping Lu
Su Ping Lu
President









Sept 6, 2018 |

# **GARRETT INVESTOR CONFERENCE – NYSE: GTX**



New York City

#### **Disclosure**



#### ADDITIONAL INFORMATION

For additional information with respect to Garrett and the proposed spin-off, please refer to the Form 10 Registration Statement, as it may be further amended on file with the Securities and Exchange Commission. The spin-off is subject to customary conditions, including final approval by Honeywell's board of directors. The financial information included in this document may not necessarily reflect Garrett's financial position, results of operations, and cash flows in the future or what Garrett's financial position, results of operations, and cash flows would have been had Garrett been an independent, publicly traded company during the periods presented. This communication shall not constitute an offer of any securities for sale, nor shall there be any offer, sale or distribution of securities in any jurisdiction in which such offer, sale or distribution would be unlawful prior to appropriate registration or qualification under the securities laws of such jurisdiction.

#### FORWARD LOOKING STATEMENTS

This presentation contains "forward-looking statements" within the meaning of Section 21E of the Securities Exchange Act of 1934. All statements, other than statements of fact, that address activities, events or developments that we or our management intend, expect, project, believe or anticipate will or may occur in the future are forward looking statements. Although we believe forward-looking statements are based upon reasonable assumptions, such statements involve known and unknown risks, uncertainties, and other factors, which may cause the actual results or performance of the company to be materially different from any future results or performance expressed or implied by such forward-looking statements. Such risks and uncertainties include, but are not limited to those described in our Registration Statement on Form 10 under the headings "Risk Factors" and "Cautionary Statement Concerning Forward-Looking Statements."

You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this document. Forward looking statements are not guarantees of future performance, and actual results, developments and business decisions may differ from those envisaged by our forwardlooking statements

#### **NON-GAAP FINANCIAL MEASURES**

NON-GAAP FINANCIAL MEASURES

This presentation includes Consolidated EBITDA, Consolidated EBITDA Margin, Adjusted EBITDA and Adjusted EBITDA Margin figures that are not compliant with generally accepted accounting principles in the United States ("GAAP"). The Non-GAAP financial measures provided herein are consolidated for certain items as presented in the Non-GAAP Reconciliations and may not be directly comparable to similar measures used by other companies in our industry, as other companies may define such measures differently. Consolidated EBITDA is defined in accordance with our proposed Credit Agreement and differs from EBITDA as presented herein. Management believes that, when considered together with reported amounts, these measures are useful to investors and management in understanding our ongoing operations and in analysis of ongoing operating trends. In addition, Consolidated EBITDA is used as part of our calculations with respect to compliance with certain debt covenants included in our proposed credit agreement. Garrett believes that Consolidated EBITDA, Consolidated EBITDA Margin, Adjusted EBITDA and Adjusted EBITDA Margin are important indicators of operating performance because they exclude the effects of income taxes and therefore. certain other expenses, as well as the effects of financing and investing activities by eliminating the effects of interest and depreciation expenses and therefore more closely measures our operational performance. These metrics should be considered in addition to, and not as replacements for, the most comparable GAAP measure. Refer to the Appendix attached to this presentation for reconciliations of Non-GAAP financial measures to the most directly comparable GAAP measures. For additional information with respect to our Unaudited Combined Financial Statements, see our Form 10.

# Investor conference agenda



8:30 - 8:40	Welcome and Introduction	Paul Blalock, VP - IR
8:40 - 9:30	<b>Executive Overview</b>	Olivier Rabiller, CEO
9:30 - 10:00	Technology Overview	Craig Balis, CTO
10:00 - 10:15	Break	
10:15 - 10:30	Operational Overview	Thierry Mabru, SVP - Integrated Supply Chain
10:30 - 11:15	Financial Overview	Alessandro Gili, CFO
11:15 - 11:30	<b>Conclusion and Key Takeaways</b>	Olivier Rabiller
11:30 - 12:30	Q&A with Management Team	
12:30 - 12:45	Light Lunch	
12:45 - 2:00	<b>Technology Demonstrations</b>	Turbo Technology Electric & Hybrid

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# Today's presenters



NAME	YEARS IN INDUSTRY	SELECTED EXPERIENCE	PREVIOUS EXPERIENCE
Olivier Rabiller	23	Named President and CEO of Garrett in July 2016; joined in 2002     Previously served at Renault in Customer Services, Engine Project Management and Purchasing	Honeywell THE POWER OF CONNECTED  RENAULT
Craig Balis	20	Named VP and Chief Technology Officer in August 2014     Previously served in Turbine Engine Engineering in Honeywell Aerospace	Honeywell THE POWER OF CONNECTED
Thierry Mabru SVP Integrated Supply Chain	26	Named VP Global Integrated Supply Chain in February 2013     Previously served as a Director and a Business Leader in Honeywell Aerospace	Honeywell THE POWER OF CONNECTED
Alessandro Gili	18	Named CFO of Garrett in May 2018     Previously CFO of Ferrari, including IPO and spinoff from FCA in 2015-2016	FCA

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**Executive Overview** 

Olivier Rabiller - CEO





Garrett is a cutting-edge technology provider that enables vehicles to become safer, more connected, efficient and environmentally friendly.

We lead the development of innovative and differentiated solutions which empower the transportation industry to redefine and further advance motion.

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# Garrett at a glance



\$3.1B

2017 Revenue

\$623M

2017 Consolidated EBITDA<sup>1,2</sup>

7%

Organic Revenue growth YoY H1 2018<sup>3</sup>

20%

H1 2018 Consolidated EBITDA Margin<sup>1,4</sup>

30%

2017 Revenue in Asia

~7,500

Employees

~1,200

Engineers

R&D centers

13

Manufacturing plants

75%+

of Capacity in High Growth Regions

~70%

Workforce in High Growth Regions

1,400+

Patents issued or pending

~100M

Garrett turbos in use globally

40

OEMs served globally

~100

New applications annually

Proven foundation and strong performance

<sup>&</sup>lt;sup>1</sup> Consolidated EBITDA is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to Net Income and Adjusted EBITDA as presented in the Form 10 <sup>2</sup> Excludes Honeywell Indemnity Obligation payment; <sup>3</sup> Please refer to the Appendix for organic growth rates reconciled to the comparable GAAP financial measure <sup>4</sup> Constant currency, excluding Honeywell Indemnity Obligation payment and FX impact

# Key investment highlights



- 1. Global market leadership with accelerating macro tailwinds
- 2. Technology leadership and broad portfolio of products with breakthrough capabilities
- 3. Long-term co-development with global OEMs and a worldwide aftermarket platform
- 4. Best-in-class global manufacturing footprint with operational excellence and agility
- 5. Attractive financial profile





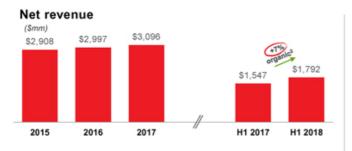


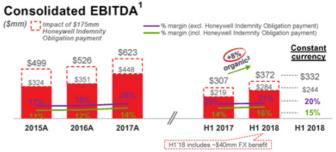
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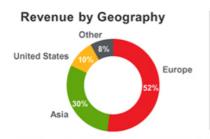
Well-positioned for medium and long-term profitable growth

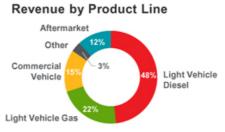
# A differentiated global leader

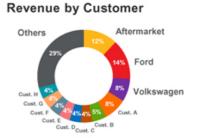












Note: Revenue breakdowns based on 12/31/2017 financial data

1 Consolidated EBITDA is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to Net Income and Adjusted EBITDA as presented in the Form 10

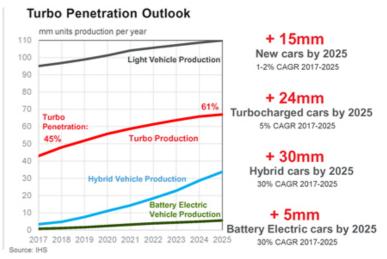
2 Constant currency, excluding FX impact

Well-performing and diversified global business

# Accelerating macro tailwinds fuel strong outlook







- · Converging global regulations driving higher turbo utilization and growth
- Explosive growth in turbo penetration for hybrids from 17% in 2017 to 76% by 2025

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Industry production to add 24mm new turbos by 2025

## Dynamic Market: Turbo adoption in all regions



#### Turbocharger Production and Penetration by Region



Note: Geographic breakdown represents vehicle production based on IHS, KGP, and PSR data

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Global growth in turbocharger production

# 1

## Global market leadership with accelerating macro tailwinds

# Dynamic Market: Well-positioned in attractive channels



#### Go-to-market Verticals

	CHANNEL	% OF REVENUE	MARKET GROWTH	PLATFORM EX	AMPLES	KEY TAKEAWAYS
	LIGHT VEHICLE DIESEL	48%	<b>→</b>		BMW X5	Market leader with favorable platform mix     Well positioned in strongest market segments
RE	LIGHT VEHICLE GASOLINE	22%	<b>↑</b> ■		Ford Mustang	Rapidly growing share and scale     Leading Variable Nozzle Turbine (VNT) technology
00	COMMERCIAL VEHICLE	15%	7 #		JCB DieselMax	Long history of innovation in the market     Consistent leader with technology advantages
	AFTERMARKET	12%	7		Garrett G25	Stable aftermarket business with strong brand equity     Extensive and global distribution network
NTH	E-BOOSTING	3%	<b>↑</b>		Honda Clarity	High growth opportunity with E-Compressor and E-Turbo     Play in hydrogen fuel cell vehicles
GROWTH	CONNECTED VEHICLE	<1%	<b>^</b>	<b>P</b>	Cyber Security Integrated Vehicle Health Management	Well positioned to play in key areas of the future     Focused on areas with "right-to-play"

Leading positions in key verticals

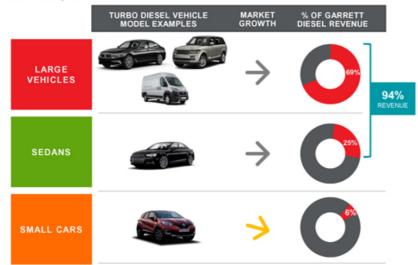
1 Represents 2017 financials

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# Diesel is a key powertrain technology for larger vehicles



#### Diesel dynamic



Diesel remains essential for OEMs to meet CO<sub>2</sub> targets for heavier vehicles

#### Diesel benefits

- · Fuel economy improvement by up to 20% in larger vehicles
- · 10-15% less CO2 than gasoline equivalent
- · Higher torque for heavier vehicles and increased towing capacity

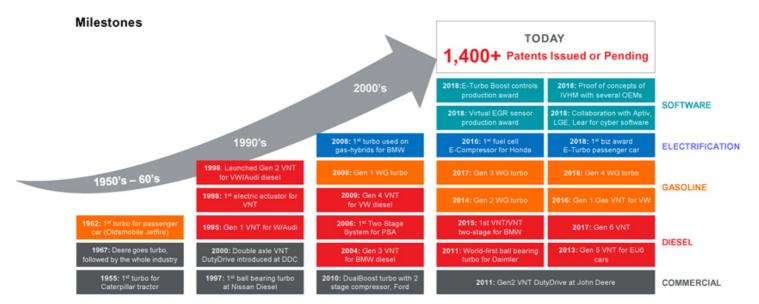
#### Garrett advantages

- · Limited exposure to small cars
- · Emission requirements driving higher technology content
- · Large opportunity for hybrids

# Technology leadership and broad portfolio of products with breakthrough capabilities

# Technology: A long history of innovation





Note: WG - Wastegate turbine (fixed geometry); VNT - Variable Nozzle Turbine; EVR - Exhaust gas recirculation; IVHM - Integrated Vehicle Health Management

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Accelerating technology innovation

# Technology leadership and broad portfolio of products with breakthrough capabilities

# Technology: Strategic roadmap



#### Continuous differentiated innovation

60+ years of technology leadership and product innovation

- Highly-engineered products deeply integrated with customers
- Broadest portfolio across vehicle segments



**CORE TURBO** 

#### Next generation of technology leadership

- Extending strong turbo foundation into electric boosting
- Expanding portfolio for electrified vehicles
- Differentiated software solutions for connected vehicles

**PIPELINE** 

#### Advanced technology for new unmet customer needs

- Novel solutions for electrified, connected and autonomous vehicles
- Building on our strong customer intimacy and collaboration

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At the forefront of value-added innovation

# Technology leadership and broad portfolio of products with breakthrough capabilities Global scale and broad product portfolio



	MANUFACTURER	LIGHT VEHICLE GAS	LIGHT VEHICLE DIESEL	COMMERCIAL VEHICLE	E-BOOSTING
MAJOR	Garrett ADVANCING MOTION	•	•	•	•
GLOBAL PLAYERS	BorgWarner Turbo Systems	•	•	•	•
	IHI Turbochargers	•	•	•	•
MEDIUM SIZE GLOBAL PLAYERS	<b>Å</b> MITSUBISHI¹	•	•	•	•
	Bosch     MRHLE	•	•	-	-
	@ntinental3	•	-	-	•
	Turbo Technologies	-	-	•	•
LOCAL PLAYERS	O WIA	•	•	•	-

LEADER PARTICIPANT

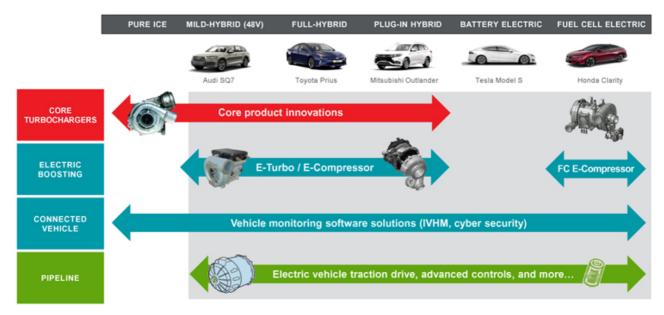
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Technology presence across all powertrain platforms

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# Technology leadership and broad portfolio of products with breakthrough capabilities Comprehensive technology portfolio





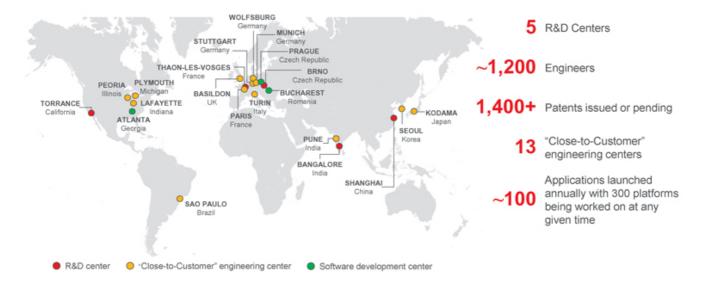
Note: ICE - Internal combustion engine; IVHM - Integrated vehicle health management; FC - Fuel cell

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Leading position to benefit from electrification

# Long-term co-development with global OEMs and a worldwide aftermarket platform Global technology presence





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R&D and engineering close-to-customers

# 3

#### Long-term co-development with global OEMs and a worldwide aftermarket platform

# Customer Experience: Strong global relationships



	PRE- DEVELOPMENT 4 YEARS	PRODUCT DEVELOPMENT 2 YEARS	VEHICLE PRODUCTION 3-5 YEARS	AFTERMARKET 10-15 YEARS	Serve nearly all OEMs
KEY ACTIVITIES	INNOVATION	CUSTOMIZATION	MANUFACTURING	REPLACEMENT	<ul><li>Single supplier per engine</li><li>High switching costs</li></ul>
BENEFITS	New technology value assessment Early indication of technology trends	Early engagement and co-development	Limited resourcing risk  Value Engineering opportunities	Revenue Stability  Large Installed Base	• 20+ years for each engine

#### Long-term Customer Relationships



















63 YEARS

**40 YEARS** 

40 YEARS

38 YEARS

35 YEARS

33 YEARS

32 YEARS

30 YEARS

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Early engagement leads to long-term global business relationships

. .

# 2 Long-term co-development with global OEMs and a worldwide aftermarket platform

# Early and broad customer engagement



#### PRE-DEVELOPMENT 4 YEARS

PRODUCT DEVELOPMENT 2 YEARS

Start of

Producti

Joint technology assessment

OEMs local & global

Projects in development at any time

100+ Launches per year

Customized and qualified to customer needs

#### Long-term view on technology trends

- We understand future powertrain needs and constantly adapt our innovation pipeline to stay ahead
- Innovation with customer growth and innovation extends beyond core turbo, to electrification and software technologies

#### Broadest portfolio of developments

- Unmatched launch and field experience benefiting our customers
- Go-to-partner for new technology developments

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Long-term understanding of technology trends | Unmatched breadth of applications

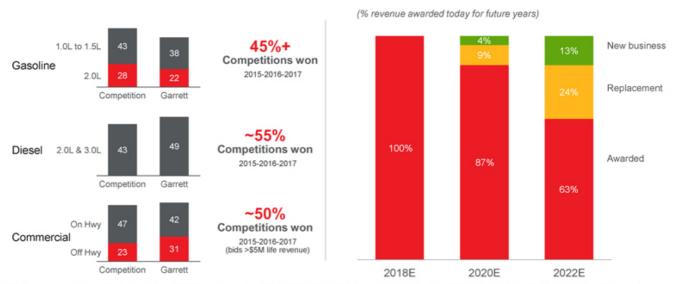
# Long-term co-development with global OEMs and a worldwide aftermarket platform

# Strong revenue visibility supported by robust win rate



#### Wins on key engine platforms

#### OEM revenue visibility<sup>1</sup>



Note: Future revenues represent best estimates from Garrett based on current market conditions and potential other factors. Actual results may differ materially. Please see "Forward Looking Statements."

1 Based on 2017 Revenue

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# 3

#### Long-term co-development with global OEMs and a worldwide aftermarket platform

## Customer Experience: Local player in China and India



#### **China Highlights**

- · Local market player since 1994
- End-to-end development capability
- · 200+ engineering staff in China
- · Strong position with local OEMs
- East-for-East product line, cost leadership



JMC YUSHENG 2.4L DIESEL

SGM WL



1.5L GASOLINE



SHANQI F3000 / WEICHAI WP10-12

#### India Highlights

- Serve almost every OEM in region
- Manufacturing plant in Pune
- R&D center in Bangalore
- · 10 applications per year





TATA 1.2L GASOLINE



JOHN DEERE



- · Strong in country management teams
- · Local production for local customers
- 30% of 2017 revenue from Asia (incl. Japan and Korea)
- · Expect business to nearly double in next 5 years

Note: Future revenues represent best estimates from Garrett based on current market conditions and other factors. Actual results may differ materially. Please see "Forward Looking Statements."

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Long-established, leading presence in China and India

21

# 2 Long-term co-development with global OEMs and a worldwide aftermarket platform

# Strong aftermarket platform with brand equity



#### Broad aftermarket product portfolio





- Original supply ensuring emission compliance
- · Distributors network





- Remanufacturing of OE design
- Economic alternative with no trade-off on quality / durability

RED BOOST



- Economic turbo for high growth regions, with good reliability
- Alternative to other Turbo original lines

PERFORMANCE & MOTORSPORTS



- · Higher power, with reliability
- 50 years of racing support

#1 in global brand awareness

5,300+
Product
References

160+
Third-Party
Distributors
Globally

83/100
Garrett IAM Net
Promoter Score

~100
New Product
Introduction
Launches
Planned in 2018

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Note: IAM – Independent aftermarket Source: Garrett Management

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Broad aftermarket portfolio serving a large installed base globally

## Best-in-class global manufacturing footprint with operational excellence and agility Integrated Supply Chain - A Global Operating System





## Attractive financial profile Strong financial performance



## H1 2018 highlights

- Organic revenue growth of 7%
- Consolidated EBITDA margin of 20%<sup>1,2</sup>
- Consolidated EBITDA less Adj. capital expenditures<sup>3</sup> conversion rate of 90%<sup>1,2,4</sup>
- Adj. capital expenditures<sup>3</sup> ~2% of net revenues







Consistent financial performance | Strong H1 2018

<sup>&</sup>lt;sup>1</sup> Consolidated EBITDA is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to Net Income and Adjusted EBITDA as presented in the Form 10 <sup>2</sup> Excludes Honeywell Indemnity Obligation payment and FX impact <sup>3</sup> Adj. capital expenditures is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to reported capital expenditures <sup>4</sup> Defined as (Consolidated EBITDA less Adj. capital expenditures) / Consolidated EBITDA



# Garrett is a cutting-edge technology provider that enables vehicles to become safer, more connected, efficient and environmentally friendly

- Differentiated technology / Broad innovative product portfolio
- Best-in-class global manufacturing / Operational excellence / Low cost
- Deep-seated customer relationship / Local player in HGRs







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Significantly benefiting from accelerating industry trends

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# Garrett is emerging as an independent company from a position of strength





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26

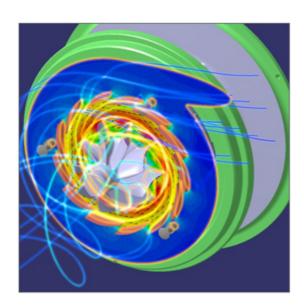
**Technology Overview** 

Craig Balis - CTO



# Technology leadership and broad portfolio of products with breakthrough capabilities Technology at Garrett





- Technology-driven growth, propelled by industry macros
- Cutting edge technical solutions on turbo, electrification, and software
- Strong customer collaboration which accelerates innovations to market

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Technology-driven growth strategy

# Technology leadership and broad portfolio of products with breakthrough capabilities Technology growth strategy





- · Strong global macros, turbo is a core enabling solution for OEMs
- · Advanced technology that we have mastered and differentiated
- Core turbo innovation and new content required by advanced powertrains



- · Hybrid and connected vehicles creating opportunities for new technologies
- · Developing differentiated solutions from cross-Honeywell incubators
- E-Boosting, Cyber Security and Integrated Vehicle Health Management

PIPELINE

- Building on core competencies
- · Applying high speed motors and model-based controls to new challenges
- · Exciting new concepts pipeline in proof-of-concept with customers

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Three stages of growth, fueled by technology

# Technology leadership and broad portfolio of products with breakthrough capabilities Technology growth strategy



#### **CORE TURBO**

- · Strong global macros, turbo is a core enabling solution for OEMs
- · Core turbo innovation required by advanced powertrains
- Advanced technology that we have mastered and differentiated

ELECTRIFICATION & SOFTWARE

- Hybrid and connected vehicles creating opportunities for new technologies
- Developing differentiated solutions from X-Honeywell incubators
- e-Boosting, Cyber Security and Integrated Vehicle Health Management

DIDELIME

- Building on core competencies
- Applying high speed motors and model-based controls to new challenges
- Exciting new concepts pipeline in Proof of Concept with customers

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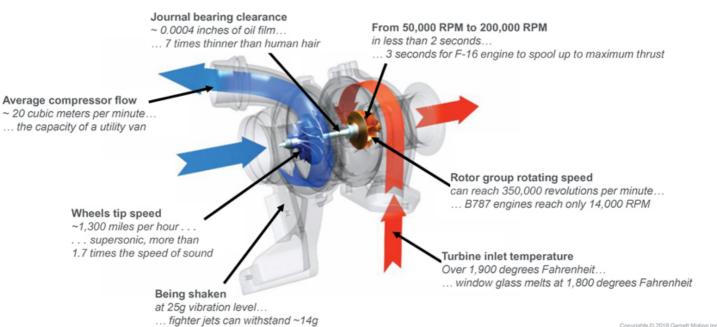
Three stages of growth, fueled by technology

2

#### Technology leadership and broad portfolio of products with breakthrough capabilities

# Turbocharging - technology at the cutting edge





Jet engine technology under the hood of your car

11

# Technology leadership and broad portfolio of products with breakthrough capabilities

# Modern powertrains need a turbo



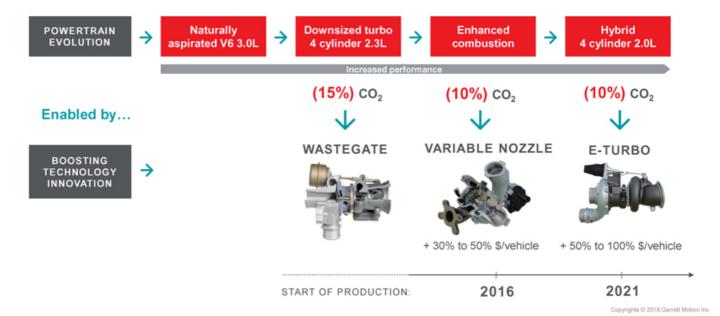
	REQUIRING	NEW POWERTRAIN STRATEGIES	ENABLED BY TURBO INNOVATIONS
ENVIRONMENTAL	Improved fuel Economy	Engine downsizing Current & growing	High efficiency wastegate turbo
REGULATIONS			High temperature variable nozzle turbo
	Improved emissions	New combustion	Compley 3 store systems
	Enhanced drivability	strategies Emerging	Complex 2 stage systems
END USER NEEDS	Ψ,		Air on demand with E-Compressor and E-Turbo
	Better towing & load-hauling	Hybridization Emerging	Electricity generation with E-Turbo

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Turbo innovation required and enabling advanced powertrain strategies

# Technology leadership and broad portfolio of products with breakthrough capabilities Example of gasoline powertain



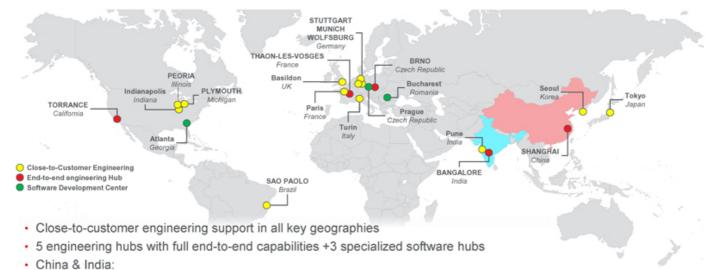


More turbo content required for advanced gasoline powertrains

22

## Technology leadership and broad portfolio of products with breakthrough capabilities Engineering footprint aligned with customers





- 30% of total engineering resources
  - · Full development ownership of local products fit for local markets

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Unmatched global capability and reach

# Technology leadership and broad portfolio of products with breakthrough capabilities Technology growth strategy



CORE TURBO

- Strong global macros, turbo is a core enabling solution for OEMs
- Core turbo innovation required by advanced powertrains
- Advanced technology that we have mastered and differentiated

ELECTRIFICATION & SOFTWARE

- · Hybrid and connected vehicles creating opportunities for new technologies
- · Developing differentiated solutions from cross-Honeywell incubators
- E-Boosting, Cyber Security and Integrated Vehicle Health Management

DIDELINE

- Building on core competencies
- Applying high speed motors and model-based controls to new challenges
- Exciting new concepts pipeline in Proof of Concept with customers

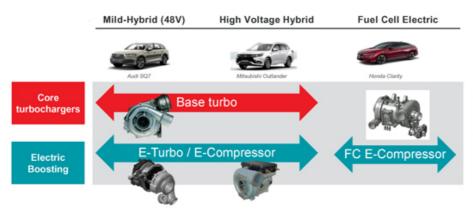
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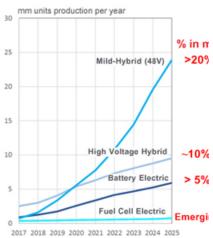
Three stages of growth, fueled by technology

### Technology leadership and broad portfolio of products with breakthrough capabilities

# **Turbocharging electrified powertrains**







- 76% hybrids powertrain turbocharged by 2025, 100% hydrogen fuel cell
- Full CO<sub>2</sub> potential unlocked with electric boosting
- Electric vehicle with hydrogen fuel cell requiring high performance E-Compressor

lote: ICE - Internal combustion engine; Source: IHS

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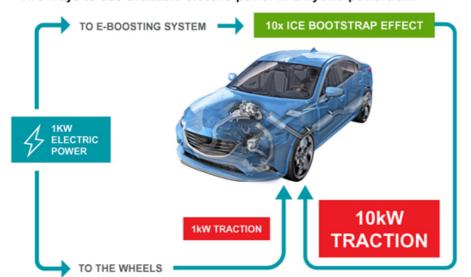
Hybrids and hydrogen fuel cells powertrains opening new opportunities

# Technology leadership and broad portfolio of products with breakthrough capabilities

# E-Boosting is a great fit with hybrids



Two ways to use available electric power in a hybrid powertrain



### Two E-Boosting Solutions

### E-Compressor + Turbo

- · Paired with a turbo
- · Best vehicle dynamics





### E-Turbo

- · Integrated solution
- · Can generate electricity



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Step-change in fuel economy and performance with E-Boosting

# Technology leadership and broad portfolio of products with breakthrough capabilities E-Boosting... expanding scope beyond turbo



	CORE TURBO CONTENT	E-BOOSTING CONTENT		ADDITIONAL SOFTWARE CONTENT
	BASE TURBO	E-MOTOR	HIGH SPEED CONTROLLER	ENGINE CONTROL MODULE
E-TURBO				V <sub>2</sub>
OR	BASE TURBO	E-COMPRESSOR	HIGH SPEED CONTROLLER	ENGINE CONTROL MODULE
E-COMPRESSOR + TURBO		- 💗 -		0 <sub>n</sub> 7 <sub>2</sub> 7 <sub>3</sub> 7 <sub>4</sub> 0 <sub>21</sub> 7 <sub>5</sub> 0 <sub>22</sub> 7 <sub>5</sub> 0 <sub>22</sub> 7 <sub>5</sub>
GARRETT LEADERSHIP	Core turbo innovation	Differentiated high-speed motors and electronics		Proprietary advanced model-based controls

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High speed electric motors, power electronics and control software

## Technology leadership and broad portfolio of products with breakthrough capabilities

Well positioned to benefit from hydrogen fuel cell future launches

# Hydrogen fuel cell electric vehicle opportunity





### Hydrogen fuel cell benefits

- · Zero emission (electric traction)
- Real life long range (500-600km)
- Short refueling time (3-5 min)
- · Small low cost battery

Favorable government policies in Japan, China, EU, US CARB<sup>1</sup> states

1 The US states that have adopted California standards

### Need high performance E-Compressor

- Garrett in production since 2016
- · Synergies with overall E-Boosting activities
- Differentiated technologies (high speed motor & electronics, oil less bearing, system integration)

Engaged in >10 projects with OEMs

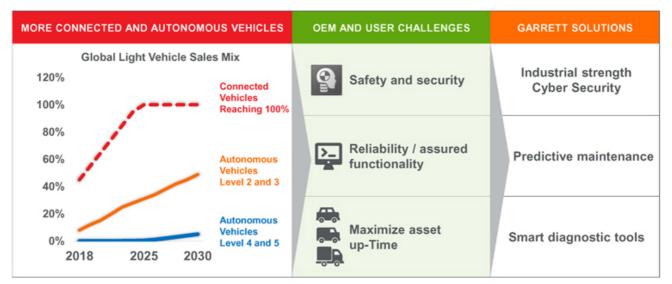
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# Technology leadership and broad portfolio of products with breakthrough capabilities

# Connected and autonomous vehicle opportunities



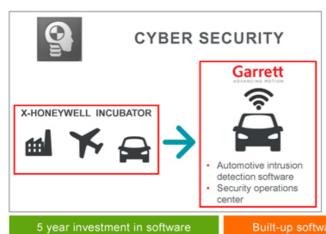


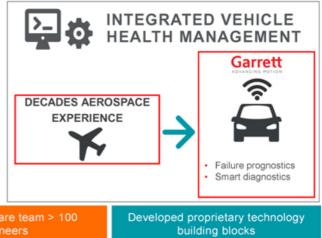
Differentiated offerings for emerging industry challenges

### Technology leadership and broad portfolio of products with breakthrough capabilities Garrett vehicle monitoring offering

engineers







- Multiple pilots with customers
- Several partnership with Tier 1's

Incubated offerings engaged with customers

# Technology leadership and broad portfolio of products with breakthrough capabilities Technology growth strategy



**CORE TURBO** 

- Strong global macros, turbo is a core enabling solution for OEMs
- Core turbo innovation required by advanced powertrains
- Advanced technology that we have mastered and differentiated

ELECTRIFICATION & SOFTWARE

- Hybrid and connected vehicles creating opportunities for new technologies
- Developing differentiated solutions from X-Honeywell incubators
- e-Boosting, Cyber Security and Integrated Vehicle Health Management

**PIPELINE** 

- · Building on core competencies
- · Applying high speed motors and model-based controls to new challenges
- · Exciting new concepts pipeline in Proof of Concept with customers

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Three stages of growth, fueled by technology

# Technology leadership and broad portfolio of products with breakthrough capabilities

# Leveraging Garrett capabilities for growth pipeline











### KEY COMPANY STRENGTHS

Turbo Technology

Electric & Hybrid

Connected Vehicles

**MECHANICAL** 

- High speed rotation
- High precision
- High temperature

**ELECTRICAL** 

- High speed motors
- High speed controller
- System integration

**SOFTWARE** 

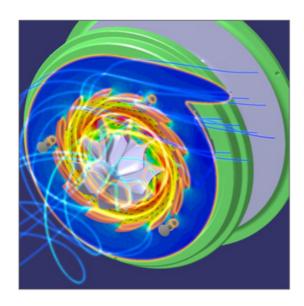
- Model-based anomaly detection
- Physics-based prognostics & diagnostics
- Advanced multi-variate non-linear controls

- · Electric Vehicle traction drive
- Advanced control software and analytics
- ... and more

Technology platforms feeding innovation pipeline

# Technology leadership and broad portfolio of products with breakthrough capabilities Technology at Garrett





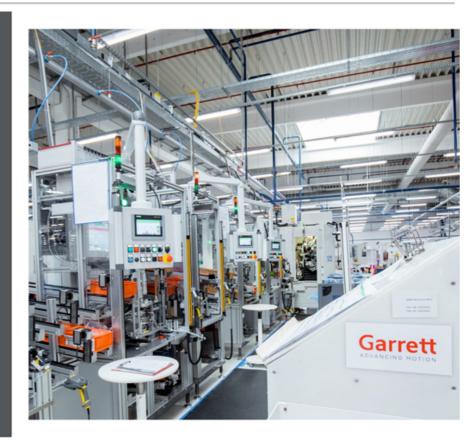
- Technology-driven growth, propelled by industry macros
- Cutting edge technical solutions on turbo, electrification, and software
- Strong customer collaboration which accelerates innovations to market

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Technology-driven growth strategy

Operational Overview

Thierry Mabru - SVP Integrated Supply Chain



# Best-in-class global manufacturing footprint with operational excellence and agility

Best-in-class performance | Global competitive advantage

# Differentiated integrated supply chain strategy





- · Highly differentiated manufacturing capability
- · Low cost leading operating system
- · Advanced supply base management

## Best-in-class global manufacturing footprint with operational excellence and agility Integrated Supply Chain – A Global Operating System





Global manufacturing presence | Close proximity to customers

### Best-in-class global manufacturing footprint with operational excellence and agility

### Highly differentiated manufacturing



### Differentiated internal manufacturing technologies

- · Home-grown "Industry firsts" for high-speed electron-beam and laser welding
- · Proprietary super high speed balancing
- · 100+ manufacturing patents and trade secrets





### Leverage supply base scale

- Low vertical integration | >80% of costs sourced from suppliers
- Optimized CAPEX and limited working capital and fixed cost

### Drive make vs. buy competition on strategic technologies

- Selective investments in promising strategic technologies
- · Knowledge build up for effective design to cost and competitive sourcing
- Only turbo player to operate high grade wheel foundry

Unique manufacturing strategy and global capabilities



## 4

### Best-in-class global manufacturing footprint with operational excellence and agility

## Low cost - Leading operating system



### 75%+ of capacity in high growth regions

- · Closure of Italy in H1 2018
- · Slovakia and China greenfields ramped up to full maturity in 5 years
- · Biggest Turbo factory in Bucharest, Romania





### Standardized manufacturing processes

- Global engine programs sourced from multiple plants
- · Maximized flexibility and assets utilization
- · Resilience to industrial risks

### **High-efficiency operations**

- Heavy contributor to Honeywell operating system (HOS)
- Only Honeywell Business with 100% HOS Silver+ sites
- · Superior safety, quality and service performance
- 100+ new product launches in production every year



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Striving for lowest cost and best operational performance

40

# 4

### Best-in-class global manufacturing footprint with operational excellence and agility

# Advanced supply base management



### Supplier's Development and localization

- · 400+ global suppliers, 70% of spend in HGR
- 20+ new suppliers developed in HGR over the last 3 years





### **Driving Innovation at Suppliers**

- · 10+ technology development exclusivity agreements in place
- Development of Garrett proprietary materials
- · Ready for electrification (high-speed motors, electronics)

### **Operational Excellence**

- Proprietary target costing tools and processes
- · Industry leading team of supplier development experts
- · Comprehensive supply base risk management



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Supply base development as a competitive advantage

# Best-in-class global manufacturing footprint with operational excellence and agility



- Driving to the lowest cost / highest performance
  - Global and scalable footprint, 75%+ in high growth regions
  - Make-vs-buy driven by technology differentiation and value retention
  - Comprehensive supply base management
  - Differentiated and stringent KPIs (safety, quality, delivery, inventory and cost)
  - Strong track record of continuous productivity Driving for lowest cost







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Driving best-in-class productivity and performance

# FINANCIAL OVERVIEW

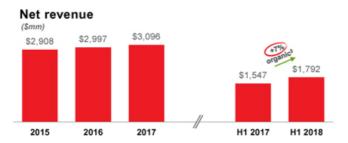
Alessandro Gili - CFO

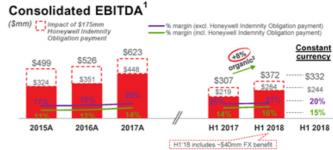


### Attractive financial profile

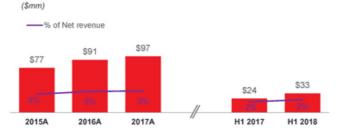
# Solid track record of consistent performance





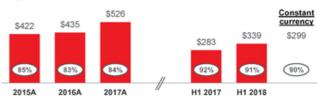












<sup>1</sup> Consolidated EBITDA is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to Net Income and Adjusted EBITDA as presented in the Form 10

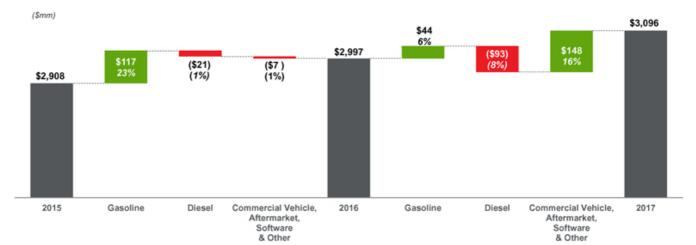
Solid financial performance | Strong H1 2018

5

Attractive financial profile

# Revenue bridge: 2015 - 2017





3% Organic growth

Growth driven by gasoline +23%

### 3% Organic growth

Growth mainly from commercial vehicles +16%

Diesel impacted by industry dynamics

Note: All growth in % are organic

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Continued strong growth in gasoline and commercial vehicle

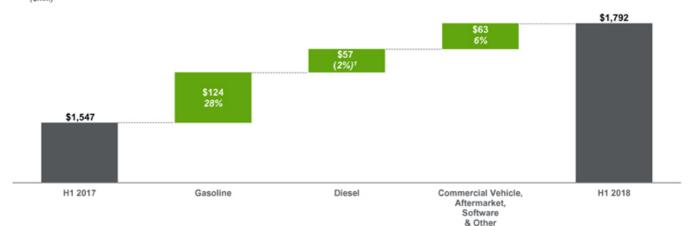
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Attractive financial profile

# Revenue bridge: H1 2017 - H1 2018



(\$mm)



28% Organic growth in gasoline (2%) Organic decline in diesel

6% Organic growth in commercial vehicles and new initiatives

Note: All growth in % are organic <sup>1</sup> Diesel Up 8% Reported, Down 2% Organic

Strong H1 2018 with 7% organic growth

# 5 Attractive financial profile Strong revenue visibility



### **OEM** revenue visibility

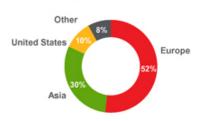
(% revenue awarded today for future years)



### **Takeaways**

- · Near-term revenue nearly 100% booked
- 2022E awarded trends are consistent with what the business has seen historically
- 2022E awarded and replacement revenue in excess of 2018E revenue
- OEMs award one supplier per engine due to high level of customization of turbochargers
- Revenue visibility further supported by resilient aftermarket revenue

### Revenue by Geography<sup>1</sup>



Note: Future revenues represent best estimates from Garrett based on current market conditions and other factors. Actual results may differ materially. Please see "Forward Looking Statements."

1 Based on 2017 Revenue

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Awarded business makes up a significant portion of Garrett's revenue

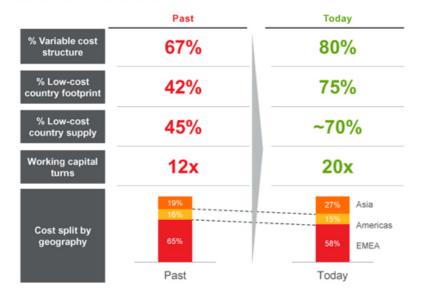
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### Attractive financial profile

# Garrett has a well-positioned cost structure



### Cost structure evolution



### Takeaways

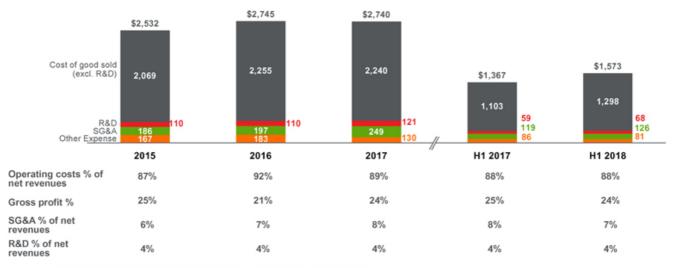
- Highly-variable cost structure to support the business through the cycle
- · No large restructuring initiatives planned
- Low working capital needs
- · Well-invested capacity base to support continued growth
- · Honeywell Operating System drives operating excellence and embeds productivity in culture

# Attractive financial profile Operating costs breakdown



### Operating costs

(\$mm, consistent with Form 10 figures)



Note: Increase in SG&A in 2017 is primarily driven by higher corporate allocations from Honeywell

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# 5

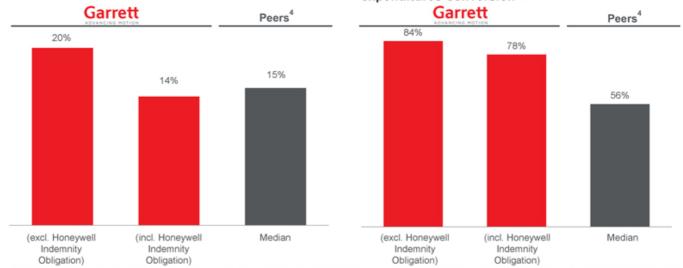
Attractive financial profile

# Superior margin and cash flow metrics



2017 Consolidated EBITDA Margin<sup>1</sup>

# 2017 Consolidated EBITDA less Adj. capital expenditures conversion<sup>1,2,3</sup>



<sup>&</sup>lt;sup>1</sup> Consolidated EBITDA is a Non-GAAP financial measure; please see the Appendix for a more detailed definition and a reconciliation to Net Income and Adjusted EBITDA as presented in the Form 10; <sup>2</sup>Adj. capital expenditures is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to reported capital expenditures; <sup>3</sup> Defined as (Consolidated EBITDA – Adj. capital expenditures) / Consolidated EBITDA; please refer to the Appendix for a reconciliation; <sup>4</sup> Peers include BorgWarner, Delphi, Cummins, Continental, Denso, Valeo and Magna Copyrights © 2018 Garrett Metion Inc.

Focus on operational excellence driving sustainable margin premium

# Attractive financial profile

## R&D and capital expenditure overview

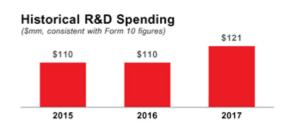


### **R&D Priorities**

- · Strong portfolio of patents, applications and trademarks
- Ample research underway to support long-term product development
- · Long lead times with OEM collaboration
- · 30% of total engineering resources in China & India
- · Stable outlook (% revenue)

### **Capital Expenditure Priorities**

- · Ample capacity and technology for growth
- · No near-term need for additional plants
- · Stable outlook (% revenue) for spending initiatives



### **Historical Capital Expenditures**

(\$mm, consistent with Form 10 figures)



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Stable R&D and capital spending to execute on our growth plans

60

# 5

### Attractive financial profile

# Operating working capital breakdown



### Operating working capital

(\$mm, consistent with Form 10 figures)



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Structurally negative operating working capital

# 5 Attractive financial profile Balance sheet overview



### Garrett balance sheet (Form 10)

UNAUDITED PRO FORMA COMBINED AS OF JUNE 30, 2018 (Dollars in millions)		SHEET	
	Historical As Reported	Pro Forma Adjustments**	As Adjusted
ASSETS			
Carrent assets:  Cash and cash equivalents  Accounts, notes and other receivable—net Inventories  Due from related parties, current	5 252 850 175 11	\$ (162) 7 (11)	5 90 857 175
Other current assets	48	(31)	17
Total current assets Investments and long-term receivables	1,336	(197)	1,139
Property, plant and equipment—net Goodwill	421 193	-	421 193
Insurance recoveries for asbestos-related liabilities	170	(170)	
Deferred income taxes	41	181	222
Other assets	50	5	55
Total assets	\$ 2,248	\$ (181)	\$ 2,067
LIABILITIES Current liabilities:			
Accounts payable . Due to related parties, current	S 891 197	\$ 87 (197)	\$ 978
Accreed liabilities Obligations payable to Honeywell, current	559	(187) 209	209
Total current liabilities  Long-term debt	1,647	(88)	1,559
Deferred income taxes	723	(709)	14
Asbestos-related liabilities	1.516	(1.512)	17
Other liabilities	170	20	190
Obligations payable to Honeywell	-	1,572	0.572
Total liabilities	4,056	837	4,893
COMMITMENTS AND CONTINGENCIES EQUITY (DEFICIT)			
Common Stock, par value 50.001	-	-	_
Additional paid in capital	_	(2,851)	(2,851
Accumulated other comprehensive income	(1,817)	1,817	25
Total deficit	(1.808)	(1,018)	(2,826
Total liabilities and deficit	\$ 2.248	\$ (181)	\$ 2.067

### Obligations payable to Honeywell

(in \$mm)	Total	Commentary
Honeywell Indemnification Obligation	\$1,364	Impact of Indemnification and Reimbursement Agreement with Honeywell     Represents 90% of Honeywell's legacy Bendix asbestos liability; no actual transfer of liability to Garrett     Garrett will make payments to Honeywell capped at \$175mm in respect of any year
Mandatory Transition Tax (MTT)	\$350	Garrett's share of Honeywell's Mandatory Transition Tax related to US tax reform legislation Payable over 8 year period (same as other US corporates) One-time tax on non-previously taxed foreign earnings, that allows Garrett to immediately repatriate cash to the US tax free
Other	\$66	Accounting rule related to legacy federal, state and local tax contingencies     ~50% related to matters resolved (with no payment) since the 6/30/18 with the remainder unlikely to result in future cash payments

Source: Publicly filed Form 10 Note: Figures may not exactly sum to totals due to rounding

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# Attractive financial profile

# Honeywell Indemnification Obligation Agreement mechanics



### **Agreement Mechanics**

- HON makes estimate at beginning of each year for annual payment
- Garrett pays ¼ of the annual estimate amount each quarter (30 days after Q end)
- True-up in Q1 of following year for any excess or deficiency payment (credit or debit for next year's amount)
- 30 year agreement; expires earlier if 3 consecutive years of <\$25mm paid</li>
- Garrett meets quarterly with HON counsel to review case status and updates

### **Financial Framework for Equity Holders**

- Indemnity payment similar to an annual "expense"
- HON hedges to Euro's-no FX risk to Garrett
- Subordinate to proposed Garrett credit agreement; covenants exactly align
- Rating agencies have factored into ratings
- Not more than \$175mm in respect of any one year, plus any accrued payment amounts
- Likely upside-amounts paid decrease over time
- Not a contingent liability

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## Attractive financial profile Targeted capital structure



Amount	Uses (\$mm)	Amount
\$ -	Dividend to Honeywell	\$1,628
400	Financing fees, OID and other expenses	32
750		
510		
\$1,660	Total Uses	\$1,660
	\$ - 400 750 510	\$ - Dividend to Honeywell 400 Financing fees, OID and other expenses 750 510

Pro forma capitalization		
(\$mm)	PF 6/30/2018	xLTM 6/30/18 Consolidated EBITDA <sup>3</sup>
Cash <sup>1</sup>	\$90	
\$500mm Multi-Currency RC Facility (undrawn at close)		
New EUR Term Loan A	400	
New Cross-Border Term Loan B <sup>2</sup>	750	
Secured debt	\$1,150	~2.25x
New EUR Sr. Notes	510	
Total debt	\$1,660	~3.25x
LTM 6/30/18 Consolidated EBITDA <sup>3</sup>		\$513
Note: All tranche sizes quoted in LISD equivalent		

Target leverage with an attractive cash flow profile

Note: All tranche sizes quoted in USD-equivalent

1 Cash on balance sheet at close will be legacy Garrett cash left behind for working capital purposes

2 Subject to minimum tranche size of \$300mm

3 Consolidated EBITDA is a Non-GAAP financial measure and is calculated as defined in our proposed Credit Agreement, which includes impact of Honeywell Indemnity Obligation and certain other adjustments; please see the Appendix for a more detailed definition and a reconciliation to Net Income and Adjusted EBITDA as presented in the Form 10

# Attractive financial profile Financial goals through 2022



Revenue growth targets	4–6% CAGR
Consolidated EBITDA <sup>1</sup> margin excluding I/O Payment	18–20% (excluding impact of Honeywell Indemnity Obligation payment)
Adj. capital expenditures <sup>2</sup>	3–3.5% of sales
Tax rate	~27%, improving through 2022
Liquidity	Maintain strong liquidity position – targeting \$500mm Revolving Credit Facility
Target leverage	Targeting long-term gross leverage of ~2x
Dividends, buybacks, deleveraging	Deleveraging as primary focus; cash dividends and share repurchases considered subject to review and approval of the Garrett Board of Directors

Note: Achieving these stated financial goals involves risks and uncertainties; many factors could affect actual financial results and could cause actual results to differ materially from these stated financial goals. See "Forward Looking Statements."

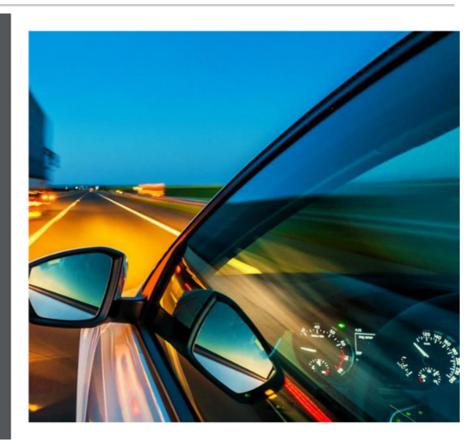
1 Consolidated EBITDA is a Non-GAAP financial measure; please refer to Appendix for its definition and a reconciliation to Net Income and Adjusted EBITDA as presented in the Form 10

2 Adj. capital expenditures is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to reported capital expenditures

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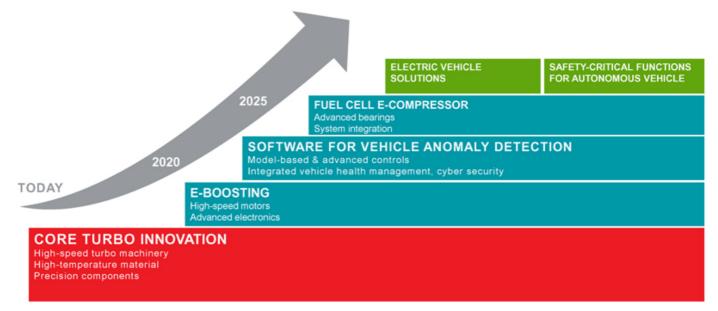
Conclusions & Key Takeaways

Olivier Rabiller - CEO



## Extending growth into new technology domains





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Innovating in core, long-term portfolio extension

## **Key Garrett priorities**





GLOBAL MARKET LEADERSHIP WITH ACCELERATING MACRO TAILWINDS



TECHNOLOGY LEADERSHIP WITH BROAD PORTFOLIO OF PRODUCTS WITH BREAKTHROUGH CAPABILITIES



LONG-TERM CO-DEVELOPMENT WITH GLOBAL OEMS WORLDWIDE AFTERMARKET PLATFORM



BEST-IN-CLASS GLOBAL MANUFACTURING FOOTPRINT WITH OPERATIONAL **EXCELLENCE AND AGILITY** 



- Be supplier of choice for all global engine platforms
- · Leverage our strong position in high growth regions to overdrive local macros growth
- · Keep optimizing our geographic and channel coverage in aftermarket
- · Provide leading solutions for increasing demand across all powertrain platforms
- · Extend our differentiated technology platforms to E-Boosting, Cyber Security, and Integrated Vehicle Health Management
- · Maintain strong customer intimacy with early engagement; including new growth vectors
- · Leverage local emerging technology trends
- · Keep expanding aftermarket products and service
- · Further evolve HOS; drive to the lowest cost
- · Keep developing advanced manufacturing technology both in-house and at suppliers
- · Further optimize supply chain and working capital performance
- · Use strong cash flow generation to deleverage the company
- · Keep improving financial performance in all key metrics

**Appendix** 



## Internal Combustion Engines (ICE) & Hybrids are the most Garrett cost competitive powertrain



BEV: \$9.3K, 0g/mi CO<sub>2</sub>



ICE: \$2.1K, 380 mile range, 220 g/mi CO<sub>2</sub>



Powertrain Cost	BEV (2016)	BEV (2025)	PHEV (2016)	PHEV (2025)	ICE (gas)
Battery Pack	\$6,000	\$11,000	\$2,000	\$1,300	\$0
Electric Range (mi)	80 miles	300 miles	30 miles	30 miles	-
IC Engine	\$0	\$0	\$600	\$1,000	\$1,000
Electric Motor	\$1,000	\$900	\$600	\$540	\$0
Others	\$2,350	\$1,900	\$2,200	\$1,900	\$1,100
Total Cost	\$9,300	\$13,800	\$5,400	\$4,740	\$2,100

BEV: "Zero" emission but 3x to 6x cost of hybrid or pure ICE, limited range

## Summary of Honeywell Indemnification Obligation



#### What is the background?

- · Honeywell is transferring responsibility to Garrett for certain Transportation Systems liabilities in connection with the separation
- · The liabilities are comprised of asbestos liabilities, predominately Bendix, as well as some environmental liabilities
- · Bendix Corporation dates back to 1920s and historically sold brake pads that contained asbestos
- · Honeywell acquired Bendix through its merger with Allied Signal in 1999 and it became part of the TS business
- · Honeywell sold Bendix assets to Federal Mogul in 2014 and retained asbestos liabilities / claims
- · Today, Honeywell is a defendant in asbestos personal injury actions mainly related to legacy Bendix Friction Materials business

#### Why create an Indemnity Agreement?

- Garrett has entered into an indemnification agreement with Honeywell as a means to create an obligation for Garrett to pay annually while not transferring the actual legal obligation for the liability
- · Honeywell will retain legal obligation related to liability and continue to manage claims and administrative processes
- In a given year, Garrett will not be responsible for more than \$175mm payment, plus any accrued payment amounts in respect
  of any year, related to the indemnification agreement
- Structure removes uncertainty for Garrett (i.e., payment cannot exceed cap plus accrued amounts), subordinates agreement to Garrett's senior debt, and means Garrett can benefit from Honeywell's administration infrastructure already in place
- Honeywell will continue to be responsible for 10% of the Bendix payment and will therefore have incentives aligned with Garrett to minimize annual payments and effectively manage the settlement of claims as they have done historically

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## Honeywell indemnity obligation liability overview



### Overview of Honeywell Indemnity Obligation liability and accounting treatment

Honeywell Indemnity Obligation overview

- Bendix Corporation dates back to the 1920s and historically sold brake pads that contained asbestos
- Honeywell acquired Bendix through its merger with Allied Signal in 1999
- · Honeywell sold Bendix assets to Federal Mogul in 2014 and retained asbestos liabilities / claims
- · Today, Honeywell is a defendant in asbestos personal injury actions mainly related to its legacy Bendix business

#### Balance sheet

- Upon spin, Garrett recognizes a liability to account for the contingent aspect of the indemnification and carries over Honeywell's historical basis of the underlying obligation being indemnified (ASC 450, loss contingency is probable and reasonably estimable)
- As of June 30, 2018, the Company would have approximately \$1,364mm of liability under the Indemnification and Reimbursement Agreement
- Based on the Indemnification Agreement, the liability will generally be recorded at 90% of Honeywell's accrued liability for legacy Automotive Honeywell Indemnity Obligation Asbestos (net of insurance receivables) and Environmental accrual (net of insurance and certain other recoveries)
- Quarterly meetings between Honeywell counsel managing liability and Garrett counsel to discuss claims experience

Income statement

 Garrett will generally record 90% of the Bendix asbestos claims and legal fees, less anticipated insurance receivables, and legacy environmental costs, less those recoveries described above, recorded by Honeywell, and adjusted for any payments not expected to be made because they exceed the \$175mm cap

Statement of cash flow  Garrett will record an operating cash outflow for amounts paid to Honeywell in respect of a given year not to exceed the \$175mm cap plus any payment amounts, accruing if Garrett is subject to a specified event of default under certain indebtedness or is not compliant with certain financial covenants in certain indebtedness on a pro forma basis, provided these conditions are not continuing at this time of payment

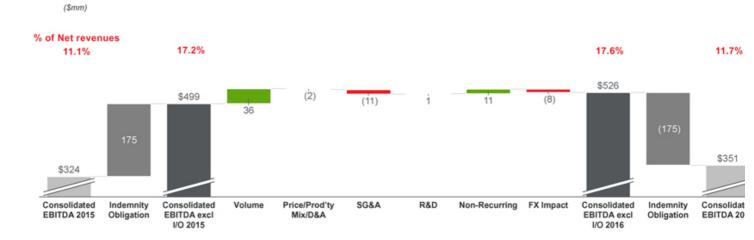
Tax treatment

· Garrett's indemnity payments to Honeywell will not be tax deductible by Garrett

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## Consolidated EBITDA Walk: 2015 - 2016





Note: Consolidated EBITDA is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to Net Income and Adjusted EBITDA as presented in the Form 10 Copyrights © 2018 Garrett Motion Inc

2016 Consolidated EBITDA growth mostly driven by volume

73

## Consolidated EBITDA Walk: 2016 - 2017





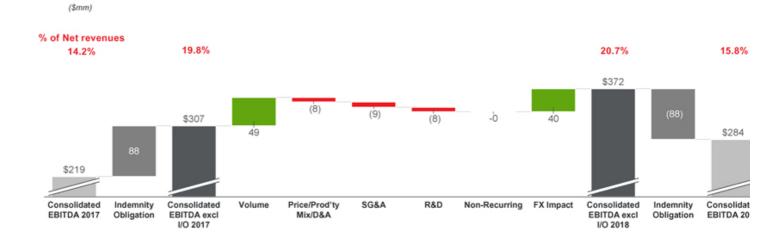
Note: Consolidated EBITDA is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to Net Income and Adjusted EBITDA as presented in the Form 10 Copyrights © 2018 Garrett Motion Inc

Solid consolidated EBITDA growth

74

## Consolidated EBITDA Walk: H1 2017 - H1 2018





ote: Consolidated EBH DA is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to Net income and Adjusted EBH DA as presented in the Form 10 Copyrights Out of General Mode

21% Consolidated EBITDA growth excl. Indemnity Obligation and including FX impact

75

## Consolidated EBITDA reconciliation



Sent	2015	2016	2017	LTM 6/30/181	1H 2017	1H 2018
Net income (loss) (GAAP)	\$254	2016 \$199	(\$983)	(\$955)	\$180	1H 2018
Plus: income taxes	114	51	1,349	1,353	8	12
Plus: Net interest expense (income)	(8)	(9)	(6)	(5)	(4)	(3)
Plus: Depreciation & Amortization	64	59	64	70	30	36
EBITDA (Non-GAAP)	\$424	\$300	\$424	\$463	\$214	\$253
Other operating expenses, net (asbestos and environmental expenses)	167	183	130	125	86	81
Stock compensation expense	10	12	15	19	8	12
Repositioning charges	3	46	20	13	9	2
Non-operating (income) expense	10	3	1	(3)		(4)
Adjusted EBITDA (Non-GAAP) included in Form 10	\$614	\$544	\$590	\$617	\$317	\$344
1 Honeywell Indemnity Obligation payment	(175)	(175)	(175)	(175)	(88)	(88)
FX Hedging (gain) / loss (net)	(68)	18	(14)	30	(16)	28
3 Estimated standalone costs	(45)	(45)	9	7	1	(1)
U.S. GAAP Change – Revenue Recognition	8	9	10	5	5	
Other nonrecurring, non-cash expense	(10)	-	28	29	-	1
Consolidated EBITDA (Non-GAAP)	\$324	\$351	\$448	\$513	\$219	\$284
Add: Honeywell Indemnity Obligation payment	175	175	175	175	88	88
Consolidated EBITDA (Non-GAAP, excl. Honeywell indemnity obligation)	\$499	\$526	\$623	\$688	\$307	\$372
Consolidated EBITDA % margin (Non-GAAP, excl. Honeywell indemnity	17%	18%	20%	21%	20%	21%

#### Commentary

Inclusion of \$175mm Honeywell Indemnity Obligation payment

Removal of FX hedging-related gains and losses and unrealized FX re-measurement gains included

Incremental costs above corporate allocations 3 Incremental costs above corporate anocasions already included in Adjusted EBITDA based on standalone cost assessment

Represents the impact of the retrospective Represents the impact of the retrospective application of U.S. GAAP change for Revenue Recognition (ASC 606) adopted by the Company beginning in 2018, where upfront payments to customers are deferred and expensed over the estimated life of the customer contract

 Other adjustments consists of non-recurring, non-cash charges primarily related to incremental freight costs incurred as a result of transferring production across various European plants, non-US tax credits and bad debt expense

Note: Consolidated EBITDA is calculated in accordance with our proposed Credit Agreement and differs from EBITDA and Adjusted EBITDA as presented in the Form 10; We define "Consolidated EBITDA", which is a Non-GAAP financial measure, as Adjusted EBITDA less the assumed cash paid for asbestos and environmental obligations subject to a cap (denominated in Euro) equal to \$175mm, calculated by reference to the Distribution Date Currency Exchange Rate in respect of a year in accordance with the terms of the Indemnification and Reimbursement Agreement, plus the sum of hedging (gains) losses, the difference between our estimate of costs as a stand-alone company and historical allocated costs, the impact of the cumulative effect of the change in accounting principles, and one-time non-cash charges. Consolidated EBITDA is used as part of our calculations with respect to compliance with certain debit covenants included in our proposed credit agreement

1 Represents last 12 months as of 6/30/2018

# Calculation of Consolidated EBITDA Margin and Consolidated EBITDA less Adj. Capital Expenditures



conversion	6 months ended	Constant currency 6 months ended	6 months ended	12 months ended	12 months ended	12 months ended
(Smm)	June 30, 2018	June 30, 2018	June 30, 2017	December 31, 2017	December 31, 2016	December 31, 2015
Consolidated EBITDA (Non-GAAP)	\$284	\$244	\$219	\$448	\$351	\$324
+ Net sales	\$1,792	\$1,659	\$1,547	\$3,096	\$2,997	\$2,908
Consolidated EBITDA margin (Non-GAAP)	16%	15%	14%	14%	12%	11%
Consolidated EBITDA excl. I/O payment (Non-GAAP)  Crosnic growth (%)	\$372	\$332 8%	\$307	\$623	\$526	\$499
+ Net sales	\$1,792	\$1,659	\$1,547	\$3,096	\$2,997	\$2,908
Consolidated EBITDA margin (Non-GAAP)	21%	20%	20%	20%	18%	17%
Consolidated EBITDA (Non-GAAP)	\$284	\$244	\$219	\$448	\$351	\$324
Adj. capital expenditures (Non-GAAP)	(\$33)	(\$33)	(\$24)	(\$97)	(\$91)	(\$77)
Consolidated EBITDA less Adj. capital expenditures (Non-GAAP)	\$251	\$211	\$195	\$351	\$260	\$247
+ Consolidated EBITDA (Non-GAAP)	88%	86%	89%	78%	74%	76%
Consolidated EBITDA excl. I/O payment (Non-GAAP)	\$372	\$332	\$307	\$623	\$526	\$499
Adj. capital expenditures (Non-GAAP)	(\$33)	(\$33)	(\$24)	(\$97)	(\$91)	(\$77)
Consolidated EBITDA excl. I/O payment less Adj. capital expenditures (Non-GAAP)	\$339	\$299	\$283	\$526	\$435	\$422
+ Consolidated EBITDA excl. I/O payment (Non-GAAP)	91%	90%	92%	84%	83%	85%
Net income (loss) (GAAP)	\$208		\$180	(\$983)	\$199	\$254
+ Net sales	\$1,792		\$1,547	\$3,096	\$2,997	\$2,908
Net income (loss) margin	12%		12%	(32%)	7%	9%
sees moonie front margin	12/9		1276	for vel		

Note: Consolidated EBITDA is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to Net Income and Adjusted EBITDA as presented in the Form 10; Adj. capital expenditures is a Non-GAAP financial measure; please refer to the Appendix for its definition and a reconciliation to reported capital expenditures

We believe that Consolidated EBITDA less cash expenditures for property, plant and equipment is useful to investors and management as a measure of cash generated by business operations that will be used to repay scheduled debt maturities and can be used to invest in future growth through new business development activities or acquisitions, pay dividends, repurchase stock or repay debt obligations prior to their maturities. This metric can also be used to evaluate our ability to generate cash flow from business operations and the impact that this cash flow has on our liquidity.

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## Adj. Capital Expenditures reconciliation



#### Adj. capital expenditures reconciliation

#### 1H 2018 LTM 2017 6/30/18<sup>1</sup> 1H 2017 2015 2016 Total Capital Expenditures (included in Form 10) \$50 \$103 \$116 \$34 \$47 Adjustments and changes in PPE related Accounts Payable (13) (6) (6) (13)2 Transfer in / out 3 Total transfers from Construction in Process (1) 2 (3) 0 (5) (2)25 (3) (6) 0 Total Garrett adjusted capital expenditures (Non-GAAP) \$77 \$33 \$91 \$97 \$106 \$24 2.6% 3.0% 3.1% 3.2% 1.6% 1.8% % of revenue

#### Commentary

Relates to Garrett Property, Plant & Equipment



Supplemental reconciled items to be reflected as cash adjustment



Large 2015 activity relates to upfront tooling contributions

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<sup>1</sup> Represents last 12 months as of 6/30/2018

# Reconciliation of Organic Sales % change



Garrett Reported sales % change Less: Foreign currency translation Organic sales % change (Non-GAAP)	6 months ended June 30, 2018 16% (9%) 7%	12 months ended December 31, 2017  3% (1%)  3%	12 months ended December 31, 2016 3% 0% 3%
Gasoline Reported sales % change Less: Foreign currency translation Organic sales % change (Non-GAAP)	39%	7%	23%
	(11%)	(0%)	(1%)
	28%	6%	23%
Diesel Reported sales % change Less: Foreign currency translation Organic sales % change (Non-GAAP)	8%	(7%)	(1%)
	(10%)	(1%)	0%
	(2%)	(8%)	(1%)
Commercial vehicles and new initiatives Reported sales % change Less: Foreign currency translation Organic sales % change (Non-GAAP)	12%	16%	(1%)
	(6%)	(0%)	0%
	6%	16%	(1%)

Note: We define organic sales percent as the year-over-year change in reported sales relative to the comparable period, excluding the impact on sales from foreign currency translation, acquisitions, net of divestitures and non-comparable impacts from adoption of the new revenue recognition standard. We believe this measure is useful to investors and management in understanding our ongoing operations and in analysis of ongoing operating trends. We define organic sales as revenue at constant currency foreign exchange rates; Figures may not exactly sum to totals due to rounding

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