# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# SCHEDULE 13D/A

Under the Securities Exchange Act of 1934 (Amendment No. 7)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

# **Garrett Motion Inc.**

(Name of Issuer)

Common Stock, \$0.001 par value per share (Title of Class of Securities)

366505105 (CUSIP Number)

Susanne V. Clark
Senior Managing Director and General Counsel
c/o Centerbridge Partners, L.P.
375 Park Avenue, 11h Floor
New York, New York 10152
(212) 672-5000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

January 22, 2021 (Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of  $\S\S 240.13d-1(e)$ , 240.13d-1(f) or 240.13d-1(g), check the following box  $\Box$ .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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Exhibit Index Appears on Page 11

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1	Name of reporting persons. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	Centerbridge Credit Partners Master, L.P.			
2	2 Check the appropriate box if a member of a group (see instructions)			
	(a) 🗆	(	b) ⊠	
	GEG .	1		
3	3 SEC use only			
4	4 Source of funds (see instructions)			
	00			
5		f dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
6	Citizen	ship	or place of organization	
	Cayma	ı İsla	ands	
	J	7	Sole voting power	
	mber of shares		None	
	neficially	8	Shared voting power	
ov	vned by		584,237	
	each porting	9	Sole dispositive power	
	porting person			
	with		None	
		10	Shared dispositive power	
			584,237	
11	Aggreg	ate a	mount beneficially owned by each reporting person	
	584,237	,		
12	-		aggregate amount in Row (11) excludes certain shares (see instructions)	
12	Dorgant	of c	lass represented by amount in Row (11)	
13	Percent	01 C	ass represented by amount in Row (11)	
	0.77% (	1)		
14				
	PN			

(1) All calculations of percentage ownership herein are based on a total of 75,788,279 shares of Common Stock issued and outstanding as of October 26, 2020, as reported on the Form 10-Q filed with the SEC by the Company on November 2, 2020.

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1	Name of reporting persons. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	Centerbridge Credit Partners Offshore General Partner, L.P.			
2			ppropriate box if a member of a group (see instructions)	
_	(a) $\Box$		b) \( \text{b} \)	
		`		
3	SEC us	e on	ly .	
4	Source	of fu	ands (see instructions)	
	OO			
5	Check	if dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
6	Citizen	ship	or place of organization	
	Delawa	re		
		7	Sole voting power	
NI				
	mber of shares		None	
	mares reficially	8	Shared voting power	
	vned by			
	each		584,237	
	porting	9	Sole dispositive power	
	erson		N.	
	with	1.0	None	
		10	Shared dispositive power	
			504.227	
11	A	_4	584,237 mount beneficially owned by each reporting person	
11	Aggreg	ate a	mount beneficiarly owned by each reporting person	
	584,23	7		
12			aggregate amount in Row (11) excludes certain shares (see instructions)	
12	CHECK	ı tııc	aggregate amount in Now (11) excitates certain shares (see instructions)	
13		of c	lass represented by amount in Row (11)	
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	0.77%			
14		repo	orting person (see instructions)	
	J1 -	1		
	PN			

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1	Name of reporting persons. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)		
	Centerbridge Credit Cayman GP, Ltd.		
2	Check the appropriate box if a member of a group (see instructions)  (a) □ (b) ⊠		
3	SEC use only		
4			
5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)		
3	Check it disclosure of regar proceedings is required pursuant to Items 2(d) of 2(e)		
6	6 Citizenship or place of organization		
	Cayman Islands		
	7 Sole voting power		
Nu	imber of None		
	shares 8 Shared voting power		
	rmod hv		
	each 0 Solo dignositive negret		
	porting person Sole dispositive power		
	with None		
	10 Shared dispositive power		
	584,237		
11	Aggregate amount beneficially owned by each reporting person		
	584,237		
12	Check if the aggregate amount in Row (11) excludes certain shares (see instructions)		
13	Percent of class represented by amount in Row (11)		
13	1 october of cases represented by announcement (11)		
	0.77%		
14	Type of reporting person (see instructions)		
	00		

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1	Name of reporting persons. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	Centerbridge Credit GP Investors, L.L.C.			
2	Check the appropriate box if a member of a group (see instructions)  (a) □ (b) ⊠			
3	SEC use only			
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5	OO Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)			
3	□			
6	6 Citizenship or place of organization			
	Delaware			
	7 Sole voting power			
Nu	umber of None			
	shares 8 Shared voting power			
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each reporting 9 Sole dispositive power				
	person			
	with None 10 Shared dispositive power			
	Shared dispositive power			
	584,237			
11	Aggregate amount beneficially owned by each reporting person			
	584,237			
12	Check if the aggregate amount in Row (11) excludes certain shares (see instructions)			
13	Percent of class represented by amount in Row (11)			
	0.77%			
14	Type of reporting person (see instructions)			
	00			

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1	Name of reporting persons.  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	Centerbridge Special Credit Partners III-Flex, L.P.			
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3	SEC use only			
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5	Check	1 dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
6		ship	or place of organization	
	Delaware			
		7	Sole voting power	
	mber of		None	
-	hares eficially	8	Shared voting power	
ov	ned by		2,805,763	
	each porting	9	Sole dispositive power	
	erson			
	with	1.0	None	
		10	Shared dispositive power	
2,805,763				
11	Aggreg	ate a	mount beneficially owned by each reporting person	
	2,805,763			
12				
- 10				
13	Percent	ot cl	ass represented by amount in Row (11)	
	3.57%			
14	Type of	repo	orting person (see instructions)	
	PN			

CUSIP No. 366505105 Page 7 of 13 Pages

1	Name of reporting persons.  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
			e Special Credit Partners General Partner III, L.P.	
2	Check 1	he a	ppropriate box if a member of a group (see instructions)	
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	(4) _	(	<del></del>	
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3	SEC us	e on	У	
4	Source	of fu	nds (see instructions)	
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		C 11.	Language Charles and Francisco Control of the Contr	
5	Cneck	I ais	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
6	Citizen	ship	or place of organization	
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	Delawa	re		
	Belawa		Sole voting power	
		7	Sole voting power	
3.7	1 C			
	imber of		None	
	shares	8	Shared voting power	
	neficially			
	vned by		2,805,763	
	each	9	Sole dispositive power	
re	porting	9	Sole dispositive power	
Ţ	person			
	with		None	
		10	Shared dispositive power	
			2,805,763	
11	Aggreg	ate a	mount beneficially owned by each reporting person	
11	1155105	ate a	induit deferredaily dwifed by each reporting person	
	2 005 7	<i>(</i> 2		
	2,805,763			
12	Check i	f the	aggregate amount in Row (11) excludes certain shares (see instructions)	
13	Percent	of c	lass represented by amount in Row (11)	
	- 0.00110	J. U.		
	2 570/			
	3.57%			
14	Type of reporting person (see instructions)			
	PN			

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1	Name of reporting persons.			
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	CSCP III Cayman GP Ltd.			
2	Check the appropriate box if a member of a group (see instructions)			
	(a) □ (b) ⊠			
3	SEC use only			
	one decomy			
4	Source of funds (see instructions)			
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5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)			
	Citizenship or place of organization			
6	Cuzensnip or piace of organization			
	Cayman Islands			
	7 Sole voting power			
Nu	umber of None			
	shares 8 Shared voting power			
beneficially owned by 2 805 763				
	anch 2,003,703			
re	porting   9   Sole dispositive power			
	person with None			
	10 Shared dispositive power			
11	2,805,763 Aggregate amount beneficially owned by each reporting person			
11	Auggregate amount beneficially owned by each reporting person			
	2,805,763			
12	Check if the aggregate amount in Row (11) excludes certain shares (see instructions)			
13				
	2.570/			
14	3.57%  Type of reporting person (see instructions)			
17	Type of reporting person (see instructions)			
	00			

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1	Name of reporting persons. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	Jeffrey H. Aronson			
2				
3	SEC use only			
4	Source of funds (see instructions)			
	OO			
5	Check i	if dis	closure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
6		shin	or place of organization	
	Citizen	этгр	of place of organization	
	United	State	es ·	
		7	Sole voting power	
	mber of		None	
	shares reficially	8	Shared voting power	
ov	vned by		3,390,000	
	each porting	9	Sole dispositive power	
1	person		N	
	with	10	None Shared dispositive power	
		10	Shared dispositive power	
			3,390,000	
11	Aggreg	ate a	mount beneficially owned by each reporting person	
	3,390,0	00		
12	Check i	f the	aggregate amount in Row (11) excludes certain shares (see instructions)	
13		of c	lass represented by amount in Row (11)	
	4.47%			
14		ren	orting person (see instructions)	
14	+ Type of reporting person (see instructions)			
	IN			

#### Item 1. Security and Issuer.

This Amendment No. 7 amends the Schedule 13D filed on October 5, 2020 and amended by Amendment No. 1 to Schedule 13D filed on October 16, 2020, Amendment No. 2 to Schedule 13D filed on October 20, 2020, Amendment No. 3 to Schedule 13D filed on November 4, 2020, Amendment No. 4 to the Schedule 13D filed on November 17, 2020, Amendment No. 5 filed on December 23, 2020 and Amendment No. 6 filed on January 12, 2021 (as amended, the "Schedule 13D"). The class of equity securities to which this Schedule 13D relates is the common stock, par value \$0.001 per share (the "Common Stock"), of Garrett Motion Inc., a Delaware corporation (the "Company"), which has its principal executive office at La Pièce 16 Rolle, Switzerland. Unless specifically amended hereby, the disclosures set forth in the Schedule 13D filed on January 12, 2021.

#### Item 4. Purpose of Transaction

Item 4 of the Schedule 13D is hereby amended to include the following:

On January 22, 2021, the Company and certain of its subsidiaries (collectively, the "**Debtors**") entered into an Equity Backstop Commitment Agreement (the "**Equity Backstop Commitment Agreement**") with Oaktree Opportunities Fund Xb Holdings (Delaware), L.P., Oaktree Opportunities Fund XI Holdings (Delaware), L.P., Centerbridge Special Credit Partners III-Flex, L.P., Attestor Value Master Fund LP, The Baupost Group, L.L.C., Cyrus Capital Partners, L.P., FIN Capital Partners LP, Hawk Ridge Capital Management LP, Keyframe Capital Partners, L.P., Newtyn Management, LLC, Sessa Capital IM, L.P. and Whitebox Multi-Strategy Partners, L.P. (collectively, the "**Equity Backstop Parties**") pursuant to the PSA, entered into on January 11, 2021, by and among the Company, the Plan Sponsors, Honeywell, the Additional Investors and the Initial Consenting Noteholders.

The Equity Backstop Commitment Agreement governs the obligations of the Debtors and the Equity Backstop Parties in respect of the rights offering through which the Company has agreed to issue shares of Convertible Series A Preferred Stock at a purchase price of \$200 million in the aggregate in cash, as contemplated by the PSA (the "**Rights Offering**"). The Equity Backstop Commitment Agreement contemplates, among other things, that the Equity Backstop Parties will:

- exercise all subscription rights allocated to them in the Rights Offering to purchase shares of the Convertible Series A Preferred Stock; and
- purchase, on a *pro rata* basis (in accordance with the percentages set forth in Annex A of the Equity Backstop Commitment Agreement) all unsubscribed shares of Convertible Series A Preferred Stock which were offered but not subscribed for in the Rights Offering.

The Equity Backstop Commitment Agreement may be terminated upon the occurrence of certain events set forth in the Equity Backstop Commitment Agreement.

The foregoing description of the Equity Backstop Commitment Agreement is a summary only and is qualified in its entirety by the terms and conditions of the Equity Backstop Commitment Agreement, which is filed as Exhibit 10.1 attached to the Company's Form 8-K, filed on January 25, 2021

#### Item 7. Material to be Filed as Exhibits.

Item 7 of the Schedule 13D is hereby amended to include the following:

# **Exhibit Description**

VIII Equity Backstop Commitment Agreement, dated January 22, 2021, by and among the parties identified therein (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed by the Company on January 25, 2021).

#### **SIGNATURES**

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATED: January 26, 2021

# CENTERBRIDGE CREDIT PARTNERS MASTER, L.P.

By: Centerbridge Credit Partners Offshore General Partner, L.P., its general partner

By: Centerbridge Credit Cayman GP, Ltd., its general partner

By: Centerbridge Credit GP Investors, L.L.C., its director

#### /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

# CENTERBRIDGE CREDIT PARTNERS OFFSHORE GENERAL PARTNER, L.P. By: Centerbridge Credit Cayman GP, Ltd.,

its general partner

By: Centerbridge Credit GP Investors, L.L.C., its director

#### /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

#### CENTERBRIDGE CREDIT CAYMAN GP, LTD.

By: Centerbridge Credit GP Investors, L.L.C., its director

#### /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

# CENTERBRIDGE CREDIT GP INVESTORS, L.L.C.

### /s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

CENTERBRIDGE SPECIAL CREDIT PARTNERS

III-FLEX, L.P.

By: Centerbridge Special Credit Partners General Partner

III, L.P., its general partner

By: CSCP III Cayman GP Ltd., its general partner

/s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

CENTERBRIDGE SPECIAL CREDIT
PARTNERS GENERAL PARTNER III, L.P.
By: CSCP III Cayman GP Ltd., its general partner

/s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

CSCP III CAYMAN GP LTD.

/s/ Susanne V. Clark

Name: Susanne V. Clark Title: Authorized Signatory

JEFFREY H. ARONSON

/s/ Jeffrey H. Aronson