SEC Form 4

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FORM 4

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

OMB APPROVAL

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	OMB Number:	3235-0287
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Check this box if no longer subject
to Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addro Deason Sear	•	ng Person [*]		suer Name and Tick <u>rrett Motion I</u>	0	,	(Check	tionship of Reportir all applicable) Director Officer (give title	10% C	Dwner
(Last) LA PIECE 16	(First)	(Middle)		ate of Earliest Trans 26/2021	action (Month	/Day/Year)	X	below) below SVP & Chief Financial Offi		′ I
(Street)			4. If	Amendment, Date o	of Original File	d (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Grou	p Filing (Check	Applicable
ROLLE	V8	1180					X	Form filed by On		
(City)	(State)	(Zip)						Form filed by Mo Person	re than One Re	porting
		Table I - No	n-Derivative	Securities Acq	uired, Dis	posed of, or Bene	ficially	Owned		
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

								Reported	(I) (Instr. 4)	(Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	05/26/2021		A ⁽¹⁾		149,506	A	\$0.00 ⁽¹⁾	149,506	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(S) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents a grant of restricted stock units ("RSUs") under the Garrett Motion Inc. 2021 Long-term Incentive Plan. The RSUs are scheduled to vest in five equal annual installments on the first, second, third, fourth and fifth anniversary of the grant date, subject to continued employment.

Remarks:

/s/ Jerome Maironi, Attorney-05/28/2021

Date

<u>in-Fact</u> ** Signature of Reporting Person

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.