(Street)

**NEW YORK** 

NY

10152

FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL	<b>OWNERSHIP</b>

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Instruc	ction 1(b).			Filed						urities Exchang Company Act o		f 1934					
1. Name and Address of Reporting Person* <u>Centerbridge Special Credit Partners III-</u>				2. Issuer Name and Ticker or Trading Symbol Garrett Motion Inc. [ GTX ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner					
Flex, L.P.				3. Date of Earliest Transaction (Month/Day/Year) 12/14/2023							Officer (give title Other (specify below) below)						
(Last) (First) (Middle) 375 PARK AVENUE, 11TH FLOOR				4. If a	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person					
(Street)				X Form filed by More than One Reporting Person										oorting			
NEW YORK NY 10152				Rule 10b5-1(c) Transaction Indication													
(City)	(St	tate) (Z	Zip)			Check t satisfy t	his box to he affirm	o indicate ative def	e that a t ense cor	ansaction was m ditions of Rule 1	nade pur 0b5-1(c)	suant to a . See Insti	contract, ins ruction 10.	truction or w	ritten pla	an that is inte	ended to
Table I - Non-Derivat  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Y			2A. Deemed Execution Date, if any		, 3. Tra	Transaction Disposed Of (D) (Instance Code (Instr. 5)			d (A) or	5. Amo Securi Benefi	ount of ties cially	6. Ownership Form: Direct (D) or Indirect		7. Nature of Indirect Beneficial			
					(Month/Day/Year)		Cod	ie V	Amount	(A) or (D)	Price	Report Transa	I Following ted action(s) 3 and 4)	(I) (In:		Ownership (Instr. 4)	
Common	Stock			12/14/20	23		S		22,545	D	\$8.27	26 11,2	265,239			See Footnote <sup>(1)</sup>	
Common Stock 1			12/14/20	)23			S		21,543	D	\$8.26	55 11,2	243,696			See Footnote <sup>(1)</sup>	
Common Stock 12/14/2			12/14/20	23			S		108,273	D	\$8.27	26 28,4	119,433		I I'	See Footnote <sup>(2)</sup>	
Common Stock 12/14/20		23			S	S	103,457	D	\$8.26	55 28,3	315,976		See footnote <sup>(2)</sup>				
		Tal	ble II							sposed of, , convertib				ed			
	T	Date (Month/Day/Year) if		eemed Ition Date,		saction le (Instr. Securitie Acquiree (A) or Dispose of (D) (Instr. 3, and 5)		tive (N	Date Ex opiration onth/Da		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transacti (Instr. 4)	e es ally g d ion(s)	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership (Instr. 4)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		if any	h/Day/Year)	8)		Acquir (A) or Dispos of (D) (Instr.	red sed 3, 4		<i>y</i> ,	Deriva Secur	ity (Instr.		Followin Reported Transact	g i	(l) (Instr. 4	(1130.4)
Derivative Security	Conversion or Exercise Price of Derivative		if any	h/Day/Year)			Acquir (A) or Dispos of (D) (Instr. and 5)	red sed 3, 4	ate kercisab	Expiration	Deriva Secur	ity (Instr.		Followin Reported Transact	g i	(I) (Instr. 4	(IIISII: 4)
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security		if any (Monti		8) Code		Acquir (A) or Dispos of (D) (Instr. and 5)	red sed 3, 4		Expiration	Deriva Secur 3 and	Amount or Number of		Followin Reported Transact	g i	(I) (Instr. 4	(111541.4)
1. Name at Center L.P.	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	if any (Monti		8) Code		Acquir (A) or Dispos of (D) (Instr. and 5)	red sed 3, 4		Expiration	Deriva Secur 3 and	Amount or Number of		Followin Reported Transact	g i	(I) (Instr. 4	(111541. 4)
1. Name at Center L.P.	Conversion or Exercise Price of Derivative Security	f Reporting Person* secial Credit P	if any (Monti	ers III-Flo	8) Code		Acquir (A) or Dispos of (D) (Instr. and 5)	red sed 3, 4		Expiration	Deriva Secur 3 and	Amount or Number of	-	Followin Reported Transact	g i	(I) (Instr. 4	(11541. 4)
1. Name an Center L.P.  (Last) 375 PAR  (Street)	Conversion or Exercise Price of Price of Derivative Security  and Address or bridge Sp	f Reporting Person* pecial Credit P  (First) E, 11TH FLOOF	if any (Monti	ers III-Flo	8) Code		Acquir (A) or Dispos of (D) (Instr. and 5)	red sed 3, 4		Expiration	Deriva Secur 3 and	Amount or Number of		Followin Reported Transact	g i	(I) (Instr. 4	(11541. 4)
1. Name an Center L.P.  (Last) 375 PAR  (Street) NEW YO  (City)	Conversion or Exercise Price of Price of Derivative Security  and Address or bridge Sp  RK AVENU  ORK	f Reporting Person* secial Credit F  (First) E, 11TH FLOOF	if any (Monti	ers III-Flo	8) Code		Acquir (A) or Dispos of (D) (Instr. and 5)	red sed 3, 4		Expiration	Deriva Secur 3 and	Amount or Number of		Followin Reported Transact	g i	(I) (Instr. 4	(11541. 4)

(City)	(State)	(Zip)
	s of Reporting Person*  Credit Partners O	ffshore General
(Last) 375 PARK AVEN	(First) NUE, 11TH FLOOR	(Middle)
(Street) NEW YORK	NY	10152
(City)	(State)	(Zip)
	s of Reporting Person*  Credit GP Investo	ors, L.L.C.
(Last) 375 PARK AVEN	(First) NUE, 11TH FLOOR	(Middle)
(Street) NEW YORK	NY	10152
(City)	(State)	(Zip)
	s of Reporting Person <sup>*</sup> Credit Cayman G	P, Ltd.
(Last) 375 PARK AVEN	(First) NUE, 11TH FLOOR	(Middle)
(Street) NEW YORK	NY	10152
(City)	(State)	(Zip)
	(-1117)	( 17
1. Name and Addres	s of Reporting Person* Special Credit Pa	
1. Name and Addres  Centerbridge  Partner III, L.  (Last)	s of Reporting Person* Special Credit Pa	
1. Name and Addres  Centerbridge  Partner III, L.  (Last)	s of Reporting Person*  Special Credit Pa  P.  (First)  NUE, 11TH FLOOR	rtners General
1. Name and Addres  Centerbridge Partner III, L.  (Last)  375 PARK AVEN	s of Reporting Person*  Special Credit Pa  P.  (First)  NUE, 11TH FLOOR	rtners General  (Middle)
1. Name and Addres  Centerbridge Partner III, L.  (Last)  375 PARK AVEN  (Street)  NEW YORK  (City)	s of Reporting Person*  Special Credit Pare P.  (First)  NUE, 11TH FLOOR  NY  (State)  s of Reporting Person*	(Middle)
1. Name and Addres  Centerbridge Partner III, L.  (Last)  375 PARK AVEN  (Street)  NEW YORK  (City)  1. Name and Addres  Aronson Jeffre  (Last)	s of Reporting Person*  Special Credit Pare P.  (First)  NUE, 11TH FLOOR  NY  (State)  s of Reporting Person*	(Middle)
1. Name and Addres  Centerbridge Partner III, L.  (Last)  375 PARK AVEN  (Street)  NEW YORK  (City)  1. Name and Addres  Aronson Jeffre  (Last)	s of Reporting Person* Special Credit Par P.  (First) NUE, 11TH FLOOR  NY  (State) s of Reporting Person* ey.  (First) NUE, 11TH FLOOR	rtners General  (Middle)  10152  (Zip)
1. Name and Addres  Centerbridge Partner III, L.  (Last)  375 PARK AVEN  (Street)  NEW YORK  (City)  1. Name and Addres  Aronson Jeffr  (Last)  375 PARK AVEN	s of Reporting Person* Special Credit Par P.  (First) NUE, 11TH FLOOR  NY  (State) s of Reporting Person* ey.  (First) NUE, 11TH FLOOR	(Middle)  10152 (Zip)  (Middle)
1. Name and Addres  Centerbridge Partner III, L.  (Last)  375 PARK AVEN  (Street)  NEW YORK  (City)  1. Name and Addres  Aronson Jeffr  (Last)  375 PARK AVEN  (Street)  NEW YORK  (City)	s of Reporting Person*  Special Credit Par  P.  (First)  NUE, 11TH FLOOR  NY  (State)  s of Reporting Person*  EY.  (First)  NUE, 11TH FLOOR  NY  (State)  s of Reporting Person*	(Middle)  10152 (Zip)  (Middle)
1. Name and Addres  Centerbridge Partner III, L.  (Last)  375 PARK AVEN  (Street) NEW YORK  (City)  1. Name and Addres Aronson Jeffr  (Last)  375 PARK AVEN  (Street) NEW YORK  (City)  1. Name and Addres Correct  (City)  1. Name and Addres  (Street) NEW YORK  (City)  1. Name and Addres  (City)  1. Name and Addres  (City)  1. Name and Addres	s of Reporting Person*  Special Credit Par  P.  (First)  NUE, 11TH FLOOR  NY  (State)  s of Reporting Person*  EY.  (First)  NUE, 11TH FLOOR  NY  (State)  s of Reporting Person*	(Middle)  10152 (Zip)  (Middle)
1. Name and Addres  Centerbridge Partner III, L.  (Last)  375 PARK AVEN  (Street) NEW YORK  (City)  1. Name and Addres Aronson Jeffr  (Last)  375 PARK AVEN  (Street) NEW YORK  (City)  1. Name and Addres CEP III Caym  (Last)	s of Reporting Person* Special Credit Par P.  (First) NUE, 11TH FLOOR  NY  (State) s of Reporting Person* ey.  (First) NUE, 11TH FLOOR  NY  (State) s of Reporting Person* an GP Ltd.  (First) NUE, 11TH FLOOR	(Middle)  10152 (Zip)  (Middle)

- 1. Centerbridge Credit GP Investors, L.L.C. ("Credit GP Investors") is the sole director of Centerbridge Credit Cayman GP, Ltd. ("Credit Cayman GP"), which is the general partner of Centerbridge Credit Partners Offshore General Partners, L.P. ("Credit Partners Offshore GP"), which is the general partner of Centerbridge Credit Partners Master, L.P. ("Credit Partners Master"), and may be deemed to share beneficial ownership over the shares of Common Stock held of record by Credit Partners Master. As the managing member of Credit GP Investors, Jeffrey H. Aronson may be deemed to share beneficial ownership with respect to the shares held of record by Credit Partners Master. Such persons and entities expressly disclaim beneficial ownership of the shares held of record by Credit Partners Master, except to the extent of any proportionate pecuniary interest therein.
- 2. CSCP III Cayman GP Ltd. ("CSCP III Cayman GP") is the general partner of Centerbridge Special Credit Partners General Partner III, L.P. ("Special Credit III GP"), which is the general partner of Centerbridge Special Credit Partners III-Flex, L.P. ("SC III-Flex"), and may be deemed to share beneficial ownership over the shares of Common Stock held of record by SC III-Flex. As the director of CSCP III Cayman GP, Jeffrey H. Aronson may be deemed to share beneficial ownership with respect to the shares held of record by SC III-Flex. Such persons and entities expressly disclaim beneficial ownership of the shares held of record by SC III-Flex, except to the extent of any proportionate pecuniary interest therein.

## Remarks:

The Reporting Persons are jointly filing this Form 4. Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended, each of the Reporting Persons (other than to the extent it directly holds securities reported herein) states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of any or all of the reported securities for purposes of Section 16 or for any other purpose.

CENTERBRIDGE CREDIT PARTNERS MASTER, L.P. By: Centerbridge Credit GP Investors, L.L.C., its director, by /s/ Susanne V. Clark	12/15/2023
CENTERBRIDGE CREDIT PARTNERS OFFSHORE GENERAL PARTNER, L.P. By: Centerbridge Credit GP Investors, L.L.C., its director, by /s/ Susanne V. Clark	12/15/2023
CENTERBRIDGE CREDIT CAYMAN GP, LTD. By: Centerbridge Credit GP Investors, L.L.C., its director, by /s/ Susanne V. Clark	12/15/2023
CENTERBRIDGE CREDIT GP INVESTORS, L.L.C., /s/ Susanne V. Clark	12/15/2023
CENTERBRIDGE SPECIAL CREDIT PARTNERS III- FLEX, L.P. By: CSCP III Cayman GP Ltd., its general partner, by /s/ Susanne V. Clark	12/15/2023
CENTERBRIDGE SPECIAL CREDIT PARTNERS GENERAL PARTNER III, L.P. By: CSCP III Cayman GP Ltd., its general partner, by /s/ Susanne V. Clark	12/15/2023
CSCP III CAYMAN GP LTD., by /s/ Susanne V. Clark	12/15/2023
/s/ Jeffrey H. Aronson ** Signature of Reporting Person	<u>12/15/2023</u> Date

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

- $^{\star}$  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.