

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D  
Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

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GARRETT MOTION INC.

(Name of Issuer)

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

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366505105

(CUSIP Number)

Alexander H. McMillan  
Chief Compliance Officer  
Benefit Street Partners L.L.C.  
9 West 57<sup>th</sup> Street, Suite 4920  
New York, NY 10019  
(212) 588-6700

*with copies to:*  
Matthew Roose, Esq.  
Michael Littenberg, Esq.  
Ropes & Gray LLP  
1211 Avenue of the Americas  
New York, New York 10036  
(212) 596-9000

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

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January 11, 2021

(Date of Event Which Requires Filing of this Statement)

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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 §240.13d-1(e), §240.13d-1(f) or §240.13d-1(g), check the following box. [ ]

\* 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, as amended ("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).

## 1. Names of Reporting Person

**Benefit Street Partners L.L.C.**

## 2. Check the appropriate box if a member of a group (see instructions)

(a) (b) 

## 3. SEC Use Only

## 4. Source of funds (see instructions)

**Not Applicable**

## 5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

## 6. Citizenship or place of organization

**Delaware**

Number of  
shares beneficially  
owned by each  
Reporting Person with

7. Sole voting power	<b>0</b>
8. Shared voting power	<b>1,389,839*</b>
9. Sole dispositive power	<b>0</b>
10. Shared dispositive power	<b>1,389,839*</b>

11. Aggregate amount beneficially owned by each reporting person **1,389,839\***

## 12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

## 13. Percent of class represented by amount in Row (11)

**1.8%\*\***

## 14. Type of reporting person (see instructions)

**IA**

\* Includes (i) 240,510 shares held by Benefit Street Partners Dislocation Fund L.P., (ii) 359,000 shares held by Benefit Street Partners Dislocation Fund (Cayman) Master L.P., (iii) 740,329 shares held by BSP Special Situations Master A L.P. and (iv) 50,000 shares held by BSP Credit Solutions Fund, LP (collectively, the "BSP Funds"). Benefit Street Partners L.L.C. ("BSP") is a registered investment adviser and serves as the investment adviser to each of the BSP Funds. Thomas J. Gahan controls BSP through his indirect ownership of membership interests of BSP and as Chief Executive Officer of BSP's sole managing member. As a result, for purposes of Rule 13d-3, BSP and Mr. Gahan may be deemed to share beneficial ownership of the shares of Common Stock held by the BSP Funds.

\*\* Based on 75,788,279 shares of Common Stock outstanding as of October 26, 2020, as reported in the Company's Quarterly Report on Form 10-Q for the period ended September 30, 2020 filed with the Securities and Exchange Commission on November 2, 2020.

## 1. Names of Reporting Persons

**Thomas J. Gahan**

## 2. Check the appropriate box if a member of a group (see instructions)

(a) (b) 

## 3. SEC Use Only

## 4. Source of funds (see instructions)

**Not Applicable**

## 5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

## 6. Citizenship or place of organization

**United States**

Number of  
shares beneficially  
owned by each  
Reporting Person with

7. Sole voting power	<b>0</b>
8. Shared voting power	<b>1,389,839*</b>
9. Sole dispositive power	<b>0</b>
10. Shared dispositive power	<b>1,389,839*</b>

## 11. Aggregate amount beneficially owned by each reporting person

**1,389,839\***

## 12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

## 13. Percent of class represented by amount in Row (11)

**1.8%\*\***

## 14. Type of reporting person (see instructions)

**IN, HC**

\* Includes (i) 240,510 shares held by Benefit Street Partners Dislocation Fund L.P., (ii) 359,000 shares held by Benefit Street Partners Dislocation Fund (Cayman) Master L.P., (iii) 740,329 shares held by BSP Special Situations Master A L.P. and (iv) 50,000 shares held by BSP Credit Solutions Fund, LP (collectively, the "BSP Funds"). Benefit Street Partners L.L.C. ("BSP") is a registered investment adviser and serves as the investment adviser to each of the BSP Funds. Thomas J. Gahan controls BSP through his indirect ownership of membership interests of BSP and as Chief Executive Officer of BSP's sole managing member. As a result, for purposes of Rule 13d-3, BSP and Mr. Gahan may be deemed to share beneficial ownership of the shares of Common Stock held by the BSP Funds.

\*\* Based on 75,788,279 shares of Common Stock outstanding as of October 26, 2020, as reported in the Company's Quarterly Report on Form 10-Q for the period ended September 30, 2020 filed with the Securities and Exchange Commission on November 2, 2020.

## AMENDMENT NO. 2 TO SCHEDULE 13D

Reference is hereby made to the statement on Schedule 13D filed with the Securities and Exchange Commission by the Reporting Persons with respect to the Common Stock of the Company on November 12, 2020 and Amendment No. 1 thereto filed on December 28, 2020 (as so amended, the "Schedule 13D"). Capitalized terms used but not otherwise defined herein have the meanings set forth in the Schedule 13D.

The Schedule 13D is hereby amended as follows:

### **Item 4. Purpose of Transaction.**

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

On January 11, 2021, the Company entered into a Plan Support Agreement (including the term sheet attached thereto, the "Plan Support Agreement") with the Plan Sponsors, the Additional Investors, the Initial Consenting Noteholders and Honeywell, setting forth the terms by which the foregoing parties committed to provide capital to the Company in connection with its plan of reorganization. The Plan Support Agreement amended and restated in its entirety the Third Amended Coordination Agreement, entered into by the Plan Sponsors, the Additional Investors, the Initial Consenting Noteholders and Honeywell on December 22, 2020. The Plan Support Agreement is Exhibit 4 to the Schedule 13D, and any description thereof is qualified in its entirety by reference thereto.

### **Item 7. Material to Be Filed as Exhibits.**

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

<u>Exhibit</u>	<u>Description</u>
4.	Plan Support Agreement, dated January 11, 2021, by and among the parties identified therein (incorporated by reference to Exhibit 10.1 to the Report on Form 8-K filed with the Securities and Exchange Commission on January 11, 2021 by Garrett Motion Inc.)

**SIGNATURES**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: January 12, 2021

**BENEFIT STREET PARTNERS, L.L.C.**

By: /s/ Bryan R. Markoten

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Name: Bryan R. Markoten

Title: Authorized Signatory

**THOMAS J. GAHAN**

/s/ Thomas J. Gahan

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Thomas J. Gahan