SEC Form 4

X

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL						
OMB Number:	3235-0287					
Estimated average burden						

0.5

hours per response:

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 Address of Reporting Person* <u>OAKTREE CAPITAL MANAGEMENT</u> <u>LP</u>		2. Issuer Name and Ticker or Trading Symbol <u>Garrett Motion Inc.</u> [GTX]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify below) below)									
(Last) (First) (Middle) 333 SOUTH GRAND AVENUE, 28TH FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 04/30/2021														
(Street) LOS		 \ 9	0071	4. If Amer	ndment	, Date c	of Origi	nal File	ed (Month/D	ay/Year		Form	n filed b	Group Fili by One Re by More th	porting	Perso	n
ANGEL	ES											X Perso		,			
(City)	(51		Zip)	tive Sec	uritio	s A co	uiro		sposed o	forF	Bonofic	ially Own	ed.				
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Trans	3. Transaction Code (Instr.		4. Securities Acquired (A) or			5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)					
							v	Amount		(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)					
Commor	I Stock		04/30/2021			J ⁽¹⁾		3,59	3,111 ⁽²⁾⁽³⁾	D	\$0.00	0(1)		I		See Footr	otes ⁽²⁾⁽³⁾
	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)	1. Title of Derivative Security 2. 3. Transaction Date 3A. Deemed Execution Date, (Month/Day/Year) 4. 1. Transaction Security 0. Transaction or Exercise 0. Transaction (Month/Day/Year) 1. Transaction if any 1. Transaction If any 0. Transaction Code (Inst Code (4. Transaction Code (Instr	5. N of r. Der Sec Acq (A) Disj of (I	Number rivative curities quired) or sposed (D) str. 3, 4		te Exercisable and ration Date th/Day/Year)		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)	(D) rect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amount or Number of Shares						
		Reporting Person*	AGEMENT I	<u>LP</u>								·					
(Last) 333 SOU		(First) ID AVENUE, 28	(Middle) TH FLOOR														
(Street) LOS AN	IGELES	CA	90071														
(City)		(State)	(Zip)														
		Reporting Person [*]		<u>şs,</u>													
(Last) 333 SOU		(First) ID AVENUE, 28	(Middle) TH FLOOR														
(Street) LOS AN	IGELES	CA	90071														
(City)		(State)	(Zip)														
		Reporting Person [*]															
(Last)		(First)	(Middle)	—													

333 SOUTH GRA	ND AVENUE, 28TH	FLOOR
(Street) LOS ANGELES	СА	90071
(City)	(State)	(Zip)
1. Name and Address (Oaktree Value (of Reporting Person [*] Opportunities Fu	nd GP Ltd.
(Last) 333 SOUTH GRA	(First) ND AVENUE, 28TH	(Middle) I FLOOR
(Street) LOS ANGELES	CA	90071
(City)	(State)	(Zip)
1. Name and Address of Oaktree Fund O		
(Last) 333 SOUTH GRA	(First) ND AVENUE, 28TH	(Middle) I FLOOR
(Street) LOS ANGELES	CA	90071
(City)	(State)	(Zip)
1. Name and Address of OAKTREE FU		
(Last) 333 SOUTH GRA	(First) ND AVENUE, 28TH	(Middle)
(Street) LOS ANGELES	СА	90071
(City)	(State)	(Zip)
1. Name and Address of Oaktree Capital		
(Last) 333 SOUTH GRA	(First) ND AVENUE, 28TH	(Middle) FLOOR
(Street) LOS ANGELES	CA	90071
(City)	(State)	(Zip)
1. Name and Address (OCM HOLDIN		
(Last) 333 SOUTH GRA	(First) ND AVENUE, 28TH	(Middle) FLOOR
(Street) LOS ANGELES	СА	90071
(City)	(State)	(Zip)
1. Name and Address of Oaktree Capital	of Reporting Person [*] I <u>Management G</u>	<u>P, LLC</u>
(Last) 333 SOUTH GRA	(First) ND AVENUE, 28TH	(Middle) FLOOR
(Street) LOS ANGELES	CA	90071

(City)	(State)	(Zip)	
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Explanation of Responses:

1. On April 30, 2021, Garrett Motion Inc.'s (the "Company") plan of reorganization became effective which automatically terminated the Second Amended and Restated Plan Support Agreement. Upon the effective date of the plan of reorganization, all then outstanding shares of Common Stock were cancelled. As a result, on April 30, 2021, each of the Reporting Persons listed herein ceased to be the beneficial owner of any shares of Common Stock, and instead acquired beneficial ownership of newly issued securities in the reorganized Company. These newly acquired interests in the Company shall be reported on a subsequent Form 3 filing.

2. These shares of common stock, \$0.001 par value per share (the "Shares"), of the Company were beneficially owned by Oaktree Capital Management, L.P., ("Management") and OCM Opps GTM Holdings, LLC ("GTM Holdings") as a result of being the investment manager of certain private investment funds that directly held Shares, including Oaktree Value Opportunities Fund Holdings, L.P., ("VOF Holdings"), Oaktree Value Opportunities Fund GP, L.P., ("VOF GP"), as general partner of VOF Holdings, Oaktree Value Opportunities Fund GP, LLC, ("Fund GP"), as general partner of GTM Holdings, Oaktree Fund GP, LLC, ("Fund GP"), as general partner of GTM Holdings, Oaktree Fund GP I, L.P., ("Capital I"), as general partner of GP I, OCM Holdings I, LLC, ("Holdings I"), as general partner of Capital I and to hold limited partnership interests in Capital I, Oaktree Holdings, Capital I, D.P., ("Holdings"), Capital I"), as general partner of GP I, OCM Holdings I, LLC, ("Holdings I"), as general partner of Capital I and to hold limited partnership interests in Capital I, Oaktree Holdings, Capital I"), as general partner of GP I, OCM Holdings I, LLC, ("Holdings I"), as general partner of Capital I and to hold limited partnership interests in Capital I, Oaktree Holdings I), OCM Holdings I, LLC, ("Holdings I"), as general partner of Capital I and to hold limited partnership interests in Capital I, Oaktree Holdings I), OCM Holdings I, LLC, ("Holdings I"), as general partner of Capital I and to hold limited partnership interests in Capital I, Oaktree Holdings I), OCM Holdings I, DCM Holdings I), OCM Holdings II (DAKTREE HOLDING), OCM Holdings II (DAKTREE HOLDING), OCM HOLDING ("Holdings I"), as general partner of Capital I and to hold limited partnership interests in Capital I, Oaktree Holdings I), OCM Holdings II (DAKTREE HOLDING), OCM HOLDING ("Holdings I), OCM HOLDING), OCM HOLDING ("Holdings I"), OCM HOLDING ("Holdings I), OCM HOLDING), OCM HOLDING ("Holdings I), OCM HOLDING), OCM HOLDING ("Holdings I), OCM HOLDING), OCM HOLDING ("HoldING)

3. (Continued from footnote 2) as managing member of Holdings I, Oaktree Capital Management GP, LLC, ("Management GP"), as general partner of Management, Atlas OCM Holdings LLC, ("Atlas"), as manager of Management GP, Oaktree Capital Group, LLC, ("OCG"), as managing member of Holdings, Oaktree Capital Group Holdings GP, LLC, ("OCGH GP"), as indirect owner of the class B units of each of OCG and Atlas, Brookfield Asset Management, "BAM"), as indirect owner of the class A units of each of OCG and Atlas, and BAM Partners Trust, (the "BAM Partnership"), as sole owner of the Class B Limited Voting Shares of BAM. BAM Class B Partners Inc. ("BAM Partners") is the trustee of the BAM Partnership.

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. We note that the undersigned have made a Schedule 13D filing, and we refer to the disclosures contained therein regarding potential "group" status and disclaimers thereto.

OAKTREE VALUE **OPPORTUNITIES FUND** HOLDINGS, L.P. By: Oaktree 05/04/2021 Capital Management, L.P. Its: Indirect Director By: /s/ Henry Orren Title: Senior VP OAKTREE VALUE **OPPORTUNITIES FUND GP**, L.P., By: Oaktree Value Opportunities Fund GP Ltd., Its: General Partner, By: 05/04/2021 Oaktree Capital Management, L.P., Its: Director, By: /s/ Henry Orren, Name: Henry Orren, Title: Senior Vice President OAKTREE VALUE **OPPORTUNITIES FUND GP** LTD., By: Oaktree Capital 05/04/2021 Management, L.P., Its: Director, By: /s/ Henry Orren, Name: Henry Orren, Title: Senior Vice President OAKTREE FUND GP, LLC, By: Oaktree Fund GP I, L.P., Its: Managing Member, By: /s/ 05/04/2021 Henry Orren, Name: Henry Orren, Title: Authorized Signatory OAKTREE FUND GP I, L.P., By: /s/ Henry Orren, Name: 05/04/2021 Henry Orren, Title: Authorized Signatory OAKTREE CAPITAL I, L.P., By: /s/ Henry Orren, Name: 05/04/2021 Henry Orren, Title: Senior Vice President OCM HOLDINGS I, LLC, By: /s/ Henry Orren, Name: 05/04/2021 Henry Orren, Title: Senior Vice President OAKTREE CAPITAL MANAGEMENT, L.P., By: /s/ 05/04/2021 Henry Orren, Name: Henry Orren, Title: Senior Vice President OAKTREE CAPITAL MANAGEMENT GP, LLC, By: Atlas OCM Holdings, LLC, Its: Managing Member, By: Oaktree New Holdings, 05/04/2021 LLC, Its: Member, By: /s Henry Orren, Name: Henry Orren, Title: Senior Vice President

** Signature of Reporting Person

Date

** 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.