FORM 4

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

Washington, D.C. 20549

wasnington,	D.C.	20549	

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

OMB APPROVAL								
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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' HONEYWELL INTERNATIONAL I			L INC											k all app Direc	,		10% O	wner	
(Last) 300 SOU	•	rst) (F	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 11/04/2020									below		X per of	below)	
(Street) CHARLO (City)	OTTE NO	_	8202 Zip)		4. If <i>I</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)	Individual or Joint/Group Filing (Check Applicable ne)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Table	I - No	n-Deriva	tive S	Secu	rities	Acq	uired,	Dis	posed of	, or B	enef	iciall	y Own	ed			
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)				Disposed C	I. Securities Acquired (A) Disposed Of (D) (Instr. 3, i)				ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) (D)	or P	rice	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Stock			11/04/	2020				P		68,700	A		\$4	2,48	84,249(1)		D		
Common Stock 11/0				11/05/	2020			P		79,467	A \$		\$4.07	.07 2,563,716 <sup>(2)</sup>			D		
Common	ommon Stock 11/06/2			2020		P		5,500	A \$4		\$4.2	.2 2,569,216			D				
		Tal									osed of, osonvertib				Owne	d			
1. Title of Derivative Security (Instr. 3)	ve Conversion Date Execution Date, or Exercise (Month/Day/Year) if any Code (Instr. Derivation Date, Code (Instr. Derivation Date, Code (Instr. Derivation Date)				rative rities ired r osed )	6. Date Exercisable and Expiration Date (Month/Day/Year)  (Month/Day/Year)  7. Title and Amount of Securities Underlying Derivative Security (In 3 and 4)				nt of ities lying ative ity (Ins 4)	De Se (In	Price of rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
									Date Exercis	able	Amou or Numl Expiration of Title Share		er						

## **Explanation of Responses:**

- 1. Represents the weighted average price of the shares sold. The prices of the shares sold pursuant to the transaction ranged from \$2.83 to \$4.07 per share. The Reporting Person, upon request, will provide the Securities and Exchange Commission staff, the issuer or a security holder of the issuer full information regarding the number of shares sold at each separate price.
- 2. Represents the weighted average price of the shares sold. The prices of the shares sold pursuant to the transaction ranged from \$4.04 to \$4.15 per share. The Reporting Person, upon request, will provide the Securities and Exchange Commission staff, the issuer or a security holder of the issuer full information regarding the number of shares sold at each separate price.

## Remarks

The Reporting Person may be deemed to be a member of a group (for purposes of Rule 13d-3 under the Securities Exchange Act of 1934) with certain shareholders of Garrett Motion Inc. party to the Second Amended and Restated Coordination Agreement, dated November 2, 2020, as further amended, filed as Exhibit 99.1 to the Reporting Person's Schedule 13D/A filed on November 3, 2020, as amended. The Reporting Person disclaims beneficial ownership of any securities reported by any other person except to the extent of its pecuniary interest therein.

/s/ Anne T. Madden, Senior Vice President and General Counsel of Honeywell International Inc.

11/06/2020

\*\* Signature of Reporting Person 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.