\Box

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, 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).	tc
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden	
hours per response:	0.5

Instruc	tion 1(b).			File					a) of the Sec Investment				934				po: 10	500130.	0.0
1. Name and Address of Reporting Person [*] Balis Craig				<u>G</u> a	or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol Garrett Motion Inc. [GTX]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Cofficer (give title Other (specify					
(Last) LA PIEC		rst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 10/01/2018									A below) below) SVP & Chief Technology Officer					
(Street) ROLLE	V	8	1180		4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check App Line) X Form filed by One Reporting Person Form filed by More than One Report					n	
(City)	(S	tate)	(Zip)		Person														
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Date			Date	ansaction hth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		, Transaction I Code (Instr. 5		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)				5. Amour Securitie Beneficia Owned F Reported	s ally ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	(A) o (D)	r Prie	се	Transact (Instr. 3 a	tion(s)		(1150.4)	
Common	Stock ⁽¹⁾														5	39		D	
		-	Table II -						uired, Di s, options						Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	ative at			Transa Code (ansaction of E ode (Instr. Derivative (I			6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title an of Securit Underlyin Derivative (Instr. 3 a	ies g Secur	Derivative Security		9. Numbe derivative Securities Beneficial Owned Following Reported Transactie (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisabl		xpiration pate	Title	Amou or Numb of Share	oer					
Restricted Stock Units	(2)	10/01/2018			A		43,250		(2)		(2)	Common Stock	43,2	50	\$0	43,25	D	D	
Restricted Stock Units	(3)	10/01/2018			A		15,085		(3)		(3)	Common Stock	15,0	85	\$0	15,08	5	D	
Restricted Stock Units	(4)	10/01/2018			A		20,985		(4)		(4)	Common Stock	20,9	85	\$0	20,98	5	D	
Restricted Stock Units	(5)	10/01/2018			A		20,656		(5)		(5)	Common Stock	20,6	56	\$0	20,65	6	D	
Restricted Stock Units	(6)	10/01/2018			A		9,430		(6)		(6)	Common Stock	9,43	30	\$0	9,430		D	
Restricted Stock Units	(7)	10/01/2018			A		15,346		(7)		(7)	Common Stock	15,3	46	\$0	15,34	6	D	
Restricted Stock Units	(8)	10/01/2018			A		27,639		(8)		(8)	Common Stock	27,6	39	\$0	27,63	9	D	

Explanation of Responses:

Restricted Stock Units

Restricted

Restricted

Restricted

Restricted Stock Units

Stock Units

Stock Units

Stock Units

(9)

(10)

(11)

(12)

(13)

10/01/2018

10/01/2018

10/01/2018

10/01/2018

10/01/2018

A

A

A

A

A

16,574

19,135

33,216

22,132

21,682

1. On October 1, 2018, Honeywell International Inc. (?Honeywell?) distributed a pro rata dividend to Honeywell?s stockholders of record as of 5:00 p.m. New York City time on September 18, 2018 one share of Garrett Motion Inc., a Delaware corporation, (?Garrett?) common stock, par value \$0.001 per share, for every ten shares of Honeywell common stock, par value \$1.00 per share held by each holder to effect the

(9)

(10)

(11)

(12)

(13)

Common Stock

Common Stock

Common

Stock

Common

Stock

Common

Stock

16,574

19,135

33,216

22,132

21,682

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

16,574

19,135

33,216

22,132

21,682

D

D

D

D

D

(9)

(10)

(11)

(12)

(13)

legal and structural separation of Garrett from Honeywell. Mr. Balis received a dividend from Honeywell of 539 shares of Garrett common stock.

2. Grant of restricted stock units pursuant to the 2018 Stock Incentive Plan of Garrett Motion Inc. and its Affiliates, which will vest as to 50% on October 1, 2021 and 50% on October 1, 2022, subject to continued employment.

3. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest in equal installments on February 27, 2019, February 27, 2020, February 27, 2021 and February 27, 2022, subject to continued employment.

4. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest in equal installments on February 28, 2019, February 28, 2020 and February 28, 2021, subject to continued employment.

5. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest in equal installments on February 25, 2019 and February 25, 2020, subject to continued employment. 6. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value

determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest on February 26, 2019, subject to continued employment.

7. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest on February 27, 2021, subject to continued employment.

8. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest 33% on July 27, 2019 and July 27, 2021 and 34% on July 27, 2023, subject to continued employment.
 9. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value

determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest on February 28, 2020, subject to continued employment.

10. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest on February 25, 2019, subject to continued employment.

11. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest 49% on February 27, 2019 and 51% on February 27, 2021, subject to continued employment.

12. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest on July 26, 2020, subject to continued employment.

13. Grant of restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell into equity awards of Garrett with respect to, or with a value determined with reference to, Garrett common stock, par value \$0.001. The restricted stock units will vest on March 15, 2020, subject to continued employment.

<u>/s/ Jerome Maironi, as</u> <u>Attorney-in-Fact</u>

10/03/2018

** Signature of Reporting Person Date

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

 \ast 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.

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