FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## 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* <u>Spenninck Fabrice</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol Garrett Motion Inc. [ GTX ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director  Officer (give title Other (specify					
(Last)	•	irst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/25/2019									below) SVP & Chief Human				
(Street)	V	8	1180		4. 11									6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person					
(City)	(S	tate)	(Zip)			Form filed by More than One Reporting Person													
		Tab	le I - No	n-Deri	vative	Se	curit	ies Ac	quired	Dis	sposed o	of, or Be	nefici	ally Owne	d				
Date					saction //Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.				ed (A) or tr. 3, 4 an	Benefi	ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D) Pri		Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock			02/25/2019					М		4,303	A	(1)	) 4	-,477		D			
Common Stock			02/25/2019					F		1,946	D	\$16.	215 2	,531		D			
Common Stock			02/25	02/25/2019				М		8,036	A	(2)	) 1	0,567	D				
Common Stock			02/25	2/25/2019				F		3,633	D	\$16.	215 6	6,934		D			
Common Stock 02				02/20	6/2019				М		4,287	A	(3)	1	11,221		D		
Common Stock 02/26/.				5/2019	2019		F		1,687	D	\$16.	685 9	,534	D					
		Т	able II -								osed of converti			ly Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)		3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transaction Code (Instr. 8)		n of		6. Date Exercis Expiration Date (Month/Day/Yea		е	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amoun or Number of Shares	1					
Restricted Stock Units	(1)	02/25/2019			M			4,303	(1)		(1)	Common Stock	4,304	\$0.00	4,304		D		
Restricted Stock Units	(2)	02/25/2019			M			8,036	(2)		(2)	Common Stock	8,036	\$0.00	0		D		
Restricted Stock Units	(3)	02/26/2019			M			4,287	(3)		(3)	Common Stock	4,287	\$0.00	0		D		

## **Explanation of Responses:**

- 1. On October 1, 2018, the reporting person was granted 8,607 restricted stock units in connection with the conversion of certain equity and cash incentive awards previously granted by Honeywell International Inc. into equity awards of Garrett Motion Inc. in connection with the legal and structural separation of Garrett Motion Inc. from Honeywell International Inc. (such conversion, the "Conversion"). The restricted stock units vested or will vest, as the case may be, in equal installments on February 25, 2019 and February 25, 2020, subject to continued employment.
- 2. On October 1, 2018, in connection with the Conversion, the reporting person was granted 8,036 restricted stock units, which vested in full on February 25, 2019.
- 3. On October 1, 2018, in connection with the Conversion, the reporting person was granted 4,287 restricted stock units, which vested in full on February 26, 2019.

## Remarks:

/s/ Jerome Maironi, Attorney-

02/27/2019

in-Fact

\*\* Signature of Reporting Person

Date

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

- \* 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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