

**UNITED STATES BANKRUPTCY COURT
Southern District of New York**

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<u>In re</u>)	Chapter 11
)	
Garrett Motion Inc., et al.,)	Case No 20-12212
)	
Debtors.)	(Jointly Administered)
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STATEMENT OF FINANCIAL AFFAIRS FOR

Friction Materials LLC

Case No: 20-12215



201221220121800000000037

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

Friction Materials LLC

Case Number: 20-12215

**GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY, AND DISCLAIMER REGARDING
DEBTOR'S SCHEDULES AND STATEMENTS**

GLOBAL NOTES

On November 4, 2020, Garrett Motion Inc. ("GMI") and its affiliated debtors Garrett Motion Holdings Inc., Garrett ASASCO Inc. and Garrett Motion Holdings II Inc. (collectively, the "Initial Reporting Debtors") filed their Schedules of Assets and Liabilities and Statements of Financial Affairs.

The Schedules of Assets and Liabilities (collectively, the "Schedules") and the Statements of Financial Affairs (collectively, the "Statements" and, together with the Schedules, the "Schedules and Statements") filed by the remaining thirty-three debtor affiliates (each, an "Additional Reporting Debtor") the Initial Reporting Debtors in these jointly administered chapter 11 cases (the "Chapter 11 Cases") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") have been prepared pursuant to section 521 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code") and rule 1007 of the Federal Rules of Bankruptcy Procedure by management of the Additional Reporting Debtors with the assistance of their court-appointed advisors and are unaudited. Although management has made reasonable efforts to ensure that the Schedules and Statements are accurate and complete based on information that was available to them at the time of preparation, subsequent information or discovery may result in material changes, and inadvertent errors or omissions may exist. The Schedules and Statements contain unaudited information, which is subject to further review and potential adjustment, and there can be no assurance that the Schedules and Statements are complete. Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of any rights with respect to the Chapter 11 Cases, including, but not limited to, issues involving substantive consolidation, equitable subordination and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws to recover assets or avoid transfers. These Global Notes should be referred to in connection with any review of the Schedules and Statements.

Description of the Chapter 11 Cases. On September 20, 2020 (the "Petition Date"), each of the Additional Reporting Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. Each Additional Reporting Debtor's fiscal year ends on December 31. Unless otherwise noted, information regarding assets contained in the Schedules and Statements is as of September 30, 2020, and information regarding liabilities is as of the Petition Date. All other information is as of the Petition Date, unless otherwise indicated.

History of the Additional Reporting Debtors. GMI was formed as an independent company on October 1, 2018 when it was spun-off from Honeywell International Inc. ("Honeywell"). Equity interests in mostly pre-existing entities (and their respective assets and liabilities) were transferred from Honeywell to certain of the Additional Reporting Debtors and their affiliates in the spin-off. The Additional Reporting Debtors may not have received supporting detailed information during the spin-off and have prepared information regarding assets, liabilities and responses using the best information available to them.

Basis of Presentation. GMI is a publicly held corporation. For financial reporting purposes, GMI prepares consolidated financial statements and is audited annually. Unlike the consolidated financial statements, these Schedules and Statements reflect stand-alone assets and liabilities of each separate Additional Reporting Debtor. These Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles nor are they intended to reconcile to the financial statements filed by GMI and its subsidiaries with the U.S. Securities and Exchange Commission ("SEC").

Excluded Liabilities. The Additional Reporting Debtors have excluded certain liabilities from presentation on the Schedules and Statements, including accrued liabilities, accrued salaries and employee benefits, tax accruals and accrued accounts payable. Liabilities resulting from accruals and/or estimates of long-term liabilities either are not payable at this time or have not been fixed, liquidated, or substantiated under the Additional Reporting Debtors' normal procedures and therefore do not represent specific identifiable claims against the Additional Reporting Debtors as of the date of this report.

Undetermined Amounts. The description of an amount as "unknown" or "undetermined" is not intended to reflect upon the materiality of such amount.

Market Value of Assets. It would be unduly burdensome and an inefficient use of estate assets for the Additional Reporting Debtors to obtain current market valuations of their assets. Accordingly, unless otherwise indicated, the Schedules and Statements reflect net book values for assets as of September 30, 2020. Amounts ultimately realized may vary from net book value and such variance may be material.

Totals. To the extent there are unknown or undetermined amounts listed in the Schedules and Statements, the actual total may be different than the listed total, which includes known amounts only.

Amendment. The Additional Reporting Debtors reserve all rights to amend and/or supplement the Schedules and Statements as necessary and appropriate.

Schedules of Assets & Liabilities

Cash and Investments. Bank account cash reported on Schedule A/B represents balances as of the Petition Date. Certain other assets, such as investments in subsidiaries and other intangible assets, are listed at undetermined amounts because net book value may not be representative of fair market value.

Intercompany Accounts. The Additional Reporting Debtors participate in a centralized cash management system through which certain payments are made by one entity on behalf of another or through which certain customer collections are made by one entity and transferred to another. These payments have generally been reported on the Schedules of the Additional Reporting Debtor that actually made the payment or received the customer collection. Intercompany balances on Schedule A/B and Schedule E/F account for the necessary transfer of intercompany assets and liabilities between entities. Intercompany balances also reflect ordinary course trade between affiliated legal entities, as well as on-lending of amounts drawn on funded debt and evidenced by intercompany notes.

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Receivables and payables among the Additional Reporting Debtors are reported on Schedule A/B per their unaudited books and records. The listing of any amounts with respect to such receivables and payables is not, and should not be construed as, an admission of the characterization of such balances as debt, equity, or otherwise or an admission as to the validity of such receivables and payables. For the avoidance of doubt, the Additional Reporting Debtors reserve all rights, claims, and defenses in connection with any and all intercompany receivables and payables, including, but not limited to, with respect to the characterization of intercompany claims, loans, and notes.

Interest in Subsidiaries and Affiliates. Schedule A/B Part 4 contains a listing of the current organizational structure of the Additional Reporting Debtors, the Initial Reporting Debtors, and non-debtor subsidiaries and affiliates, and includes ownership interests in any related affiliates.

Trade Secrets. GMI and its subsidiaries take reasonable steps to control access to, and protect the confidentiality of, their confidential information, including information that may be protectable as trade secrets, but they do not specifically identify or catalogue any particular trade secrets. The fact that trade secrets are not separately identified on Schedule A/B is not intended to reflect upon the existence or materiality of any trade secrets.

Licenses and Royalties. Licenses and royalties granted or required under executory contracts already identified under Schedule G have not been separately identified on Schedule A/B.

Tax refunds and unused net operating losses (NOLs). GMI is the parent of the US tax group and is carrying an NOL and R&D tax credit which may confer value to each member entity.

Contingent Assets. The Additional Reporting Debtors may not have set forth all causes of action against third parties as assets in their Schedules and Statements. The Additional Reporting Debtors reserve all of their rights with respect to any claims, counter claims, causes of action or avoidance actions they may have and nothing contained in these Global Notes or the Schedules and Statements shall be deemed a waiver of any such claims, avoidance actions or causes of action, or in any way prejudice or impair the assertion of such claims.

Classifications. Placement of a claim on Schedule D or E/F or listing a contract on Schedule G does not constitute an admission by the Additional Reporting Debtor of the legal rights of the claimant, or a waiver of the Additional Reporting Debtor's right to recharacterize or reclassify such claim or contract, including by amending the Schedules and Statements.

Schedule D - Creditors Holding Secured Claims. The Additional Reporting Debtors reserve all rights to dispute or challenge the secured nature of any creditor's claim or the characterization of the structure of any transaction or any document or instrument (including, without limitation, any intercompany agreement) related to any creditor's claim. Amounts in foreign currencies were translated to USD based on exchange rates on the Petition Date.

Although multiple parties participate in the Additional Reporting Debtors' prepetition secured credit facility and hold senior notes, only the administrative agent or indenture trustee has been listed for purposes of Schedules D and E/F. The amounts included reflect principal owed under the secured credit facility, and also includes obligations under letters of credit and certain derivative contracts issued under same.

Schedule E/F - Creditors Holding Unsecured Priority Claims. As of the Petition Date, the Additional Reporting Debtors are not aware of any unsecured priority amounts owed. Certain taxing authorities are listed at an undetermined amount. Pursuant to orders approved by the Bankruptcy Court, the Additional Reporting Debtors believe they have the authority to satisfy any prepetition obligations to taxing authorities and that any unpaid obligations have been or will be satisfied.

Schedule E/F - Creditors Holding Unsecured Nonpriority Claims. Claims for, among other things, products, goods or services are listed as either the lower of the amount invoiced or the amount entered on the Additional Reporting Debtors' books and records, and may not reflect credits or allowances. The Additional Reporting Debtors reserve all rights with respect to any credits and allowances, including the right to assert claims objections and/or setoffs with respect to same. The claims listed in Schedule E/F arose or were incurred on various dates. In certain instances, the date on which a claim arose is an open issue of fact. The Additional Reporting Debtors do not list a date for each claim listed on Schedule E/F.

Amounts paid under the first and second day orders approved by the Bankruptcy Court since the Petition Date have been deducted to the extent that such payment information was recorded in the Additional Reporting Debtors' books and records as of December 10, 2020. The Additional Reporting Debtors hereby expressly reserve any and all rights to amend or revise the information set forth above and expect further payments to be made under first and second day orders.

Amounts reflected under the senior notes include principal and accrued and unpaid interest as of the Petition Date.

Designations. The Additional Reporting Debtors reserve the right to dispute any claim reflected on their Schedules or Statements on any grounds, including, but not limited to, amount, liability or classification, or to otherwise subsequently designate such claims as "disputed," "contingent" or "unliquidated."

Schedule G - Unexpired Leases and Executory Contracts. Schedule G contains the Additional Reporting Debtors' contracts and agreements as of the Petition Date except for certain intellectual property contracts containing terms that prohibit their disclosure, which have been excluded. Every effort has been made to ensure the accuracy of Schedule G, including the inclusion of all customer contracts, however inadvertent errors, omissions or overinclusion may have occurred. The Additional Reporting Debtors reserve all of their rights to dispute the validity, status or enforceability of any contract or other agreement set forth in Schedule G and to amend or supplement such Schedule as necessary. Some of the contracts, agreements and leases listed on Schedule G may have expired or may have been modified or amended. The inclusion of a contract or agreement on Schedule G

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does not constitute an admission by the Additional Reporting Debtors that such contract or agreement is an executory contract or unexpired lease. Certain of the executory contracts or unexpired leases may not have been memorialized and could be subject to dispute.

In certain instances where the Debtor party to a contract or agreement is unable to be definitively determined, the Additional Reporting Debtors have listed such contracts and agreements on the Schedule G of the Additional Reporting Debtor that makes payments to the non-debtor counterparty, or if there are no payments or multiple payors, on the Schedule G of Garrett Motion Sàrl. If multiple Additional Reporting Debtors are parties to a contract or agreement, such contract or agreement is listed for each Additional Reporting Debtor named. Additionally, in the spin-off from Honeywell, a number of executory contracts were assigned to the Additional Reporting Debtors, and the Additional Reporting Debtors have listed such contracts on Schedule G. While the contract may not list an Additional Reporting Debtor as a counterparty to such contract, on information and belief, the Additional Reporting Debtors are party to such contracts.

The Additional Reporting Debtors have trade relationships with customers which are composed of a large variety of types and standardized and non-standardized forms of agreement, including, but not limited to, Standard Offer Letters and Technical Proposals and corresponding award letters and acceptance letters and emails, framework agreements, terms and conditions agreements, warranty agreements, and purchase orders. Due to the volume and overlapping nature of many of these documents, the Additional Reporting Debtors have included framework agreements, terms and conditions agreements, and warranty agreements in Schedule G, but have not individually listed all purchase orders or each element of proposals and award documents, which would constitute multiple thousands of additional line items. Every effort has been made to ensure the accuracy of such agreements in Schedule G, however, inadvertent errors, omissions or overinclusion may have occurred. The Additional Reporting Debtors intend to fulfill all existing customer purchase orders and honor all existing customer agreements and obligations.

The Additional Reporting Debtors have not included in Schedule G individually engagement letters for retained professionals, confidentiality agreements, non-disclosure agreements, non-compete agreements, and confidential agreements.

Schedule H - Codebtors. Schedule H reflects guaranties by various Additional Reporting Debtor and non-Additional Reporting Debtor affiliates of obligations primarily vested in other related affiliates. Where guaranties have been identified, they have been included in the relevant Schedule for the Additional Reporting Debtor or Additional Reporting Debtors affected by such guaranties. The Additional Reporting Debtors have included guaranty obligations on Schedule H for both the primary obligor and the guarantor of the relevant obligation. Such guaranties were additionally placed on Schedule D or E/F or G for each guarantor. The Additional Reporting Debtors may not have identified certain guaranties that are embedded in the Additional Reporting Debtors' executory contracts, unexpired leases, secured financings, debt instruments and other such agreements.

Statements of Financial Affairs.

Question 1 - Gross revenue. The Additional Reporting Debtors' includes intercompany amounts related to ordinary course trade between affiliated legal entities.

Questions 3, 4, and 30 - Payments to Certain Creditors. The Additional Reporting Debtors maintain a centralized cash management system through which payments are made on behalf of certain Additional Reporting Debtor affiliates as further explained in the Debtors' Cash Management Motion. Consequently, certain payments listed in response to Questions 3, 4, and 30 may reflect payments made by an Additional Reporting Debtor on behalf of another Additional Reporting Debtor or an Initial Reporting Debtor as described in the Cash Management Motion. The Additional Reporting Debtors have excluded ordinary course intercompany transfers and ordinary-course salaries, wages, related allowances and benefits from their response to Question 3 and 4.

The Additional Reporting Debtors have responded to Question 3 in detailed format by creditor. The response does not include transfers to bankruptcy professionals (which transfers appear in response to Part 6, Question 11) or any ordinary course compensation of individuals, insider or otherwise, from salaries, wages, or related allowances.

To the extent: (i) a person qualified as an "insider" in the year prior to the Petition Date, but later resigned their insider status or (ii) did not begin the year as an insider, but later became an insider, the Additional Reporting Debtors have listed in response to Question 4 all payments made during the 12-month period, irrespective of when such person was defined as an insider. The dates recorded for the vesting of employee restricted stock units may differ from the actual vesting date given that the employee restricted stock units are shown as recorded on the dates of the payrolls within which the income was recorded.

To avoid duplication, please refer to the Statement of Financial Affairs of GMI for amounts paid to such insiders across all debtor entities. GMI responded to Question 4 in its Statement of Financial Affairs by including all non-ordinary course payments made to any insiders listed in its response, regardless of which debtor entity made such payment.

Any non-cash distributions including Restricted Units and Stock Options are valued in accordance with the applicable Additional Reporting Debtors' policies for taxable value.

Question 11 - The response to Question 11 identifies payments made related to bankruptcy, including to professionals the Additional Reporting Debtors have retained or will seek to retain under the Bankruptcy Code. Although the Additional Reporting Debtors have made reasonable efforts to distinguish between payments made for professional services related and unrelated to their restructuring efforts, some amounts listed in response to Question 11 may include payments for professional services unrelated to bankruptcy.

Question 25 - The list provided in response to this question identifies the businesses for which the Additional Reporting Debtor was an owner, partner, member or otherwise a person in control since the spin-off transaction from Honeywell on October 1, 2018.

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Question 26 - Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, GMI has filed with the SEC reports on Form 8-K, Form 10-Q, and Form 10-K. These SEC filings contain consolidated financial information relating to the Additional Reporting Debtors and the Initial Reporting Debtors. In addition, the Additional Reporting Debtors provide certain parties, such as banks, auditors, potential investors, vendors, and financial advisors, with financial statements that may not be part of a public filing. The Additional Reporting Debtors do not maintain detailed records tracking such disclosures. Therefore, the Additional Reporting Debtors have not provided lists of these parties.

Question 27 - The Additional Reporting Debtors maintain customer-owned tooling and other equipment at Debtor facilities as part of their ordinary course of business and consistent with industry practices.

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Part 1:

Income

1. Gross Revenue from business

None

Identify the Beginning and Ending Dates of the Debtor's Fiscal Year, which may be a Calendar Year	Sources of Revenue (Check all that apply)	Gross Revenue (Before Deductions and Exclusions)
From _____ to _____ MM/DD/YYYY MM/DD/YYYY	<input type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	_____

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Part 1:

Income

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. Non-business income may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None

	Description of Sources of Revenue	Non-business Revenue (Before Deductions and Exclusions)
From _____ to _____ MM/DD/YYYY MM/DD/YYYY		

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Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers-including expense reimbursements-to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.1 NONE			<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayment <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____
	TOTAL	<u> </u> <u> </u> \$0	
	TOTAL	<u> </u> <u> </u> \$0	

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Part 2:

List Certain Transfers Made Before Filing for Bankruptcy

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None

Insider's Name and Address and Relationship to Debtor	Dates	Amount	Reason for Payment
4.1	TOTAL	<u> </u> \$0	
	TOTAL	<u> </u> \$0	

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Part 2: List Certain Transfers Made Before Filing for Bankruptcy

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

None

Creditor's Name and Address	Description of the Property	Date Action was Taken	Value of Property
5.1 NONE			\$0
TOTAL			<u><u>\$0</u></u>

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Part 2: List Certain Transfers Made Before Filing for Bankruptcy

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

None

Creditor's Name and Address	Description of Action Creditor Took	Date Action Taken	Account Number	Amount
6.1 NONE				\$0
			TOTAL	\$0

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Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity - within 1 year before filing this case.

None

Caption of Suit and Case Number	Nature of Proceeding	Court or Agency and Address	Status of Case
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7.1 NONE

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Part 3:

Legal Actions or Assignments

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Custodian's Name and Address	Court Name and Address	Case Title and Number	Date	Description of Property	Value
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8.1 NONE

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Part 4:

Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

None

Recipient's Name and Address	Recipient's Relationship to Debtor	Description of the Gifts or Contributions	Date Given	Value
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9.1 NONE

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Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

None

Description of Property	How Loss Occurred	Amount of Payments Received	Date of Loss	Property Value
<i>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets - Real and Personal Property).</i>				
10.1 NONE				\$0
			TOTAL	\$0

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Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None

Who was Paid or Who Received the Transfer? Address	Email / Website	Who Made the Payment, if not Debtor?	If not Money, Describe any Property Transferred	Dates	Total Amount or Value
11.1 NONE					\$0

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Part 6: Certain Payments or Transfers

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

None

Name of Trust or Device	Trustee	Describe any Property Transferred	Dates Transfers were Made	Total Amount / Value
12.1 NONE				\$0

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Part 6:

Certain Payments or Transfers

13. Transfers not already listed on this statement

List any transfers of money or other property - by sale, trade, or any other means - made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None

Name and Address of Transferee, Relationship to Debtor	Description of Property	Date Transfer was Made	Total Amount or Value
13.1 NONE			\$0
		TOTAL	<u><u>\$0</u></u>

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Part 7:

Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

Address	Dates of Occupancy
14.1 NONE	From: _____ To: _____

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Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:
 - diagnosing or treating injury, deformity, or disease, or
 - providing any surgical, psychiatric, drug treatment, or obstetric care?

- No. Go to Part 9.
- Yes. Fill in the information below.

Facility Name and Address	Nature of the Business Operation, Including Type of Services the Debtor Provides	Location Where Patient Records are Maintained (if Different from Facility Address). If Electronic, Identify any Service Provider.	If Debtor Provides Meals and Housing, Number of Patients in Debtor's Care	How are Records Kept?
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15.1 NONE

- Electronic
- Paper

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Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- No.
 Yes. State the nature of the information collected and retained. _____

Does the debtor have a privacy policy about that information?

- No
 Yes

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Part 9: Personally Identifiable Information

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

No. Go to Part 10.

Yes. Does the debtor serve as plan administrator?

No. Go to Part 10.

Yes. Fill in below:

Describe: _____

EIN: _____

Has the plan been terminated?

No

Yes

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Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

Financial Institution Name and Address	Last 4 Digits of Acct Number	Type of Account	Date of Closing	Last Balance
18.1 NONE				

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Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

Depository Institution Name and Address	Names of Anyone with Access to it and Address	Description of the Contents	Does Debtor still have it?
19.1 NONE			<input type="checkbox"/> No <input type="checkbox"/> Yes

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Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Facility Name and Address	Names of Anyone with Access to it	Address	Description of the Contents	Does Debtor still have it?
20.1 VERIZON TERREMARK C/O GARRETT ADVANCING MOTION CATERINGWEG 5 1118 AM SCHIPHOL NETHERLANDS	DINBANDHU KUMAR, VISHWAS JAISWAL, SATHEESH KUMAR PRV	C/O GARRETT MOTION INC. 47548 HALYARD DRIVE PLYMOUTH, MI 48170	PRIMARY BACK UP FOR ALL DEBTORS' SITE SERVERS	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

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Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

Owner's Name and Address	Location of the Property	Description of the Property	Value
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21.1 NONE

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Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- Hazardous material means anything than an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similiary harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- No
 Yes. Provide details below.

Case Title and Case Number	Court or Agency Name and Address	Nature of Proceeding	Status
22.1 FORMER HONEYWELL BENDIX LANDFILL FACILITY IDL 06-105-0040	TENNESSEE DEPARTMENT O ENVIRONMENT AND CONSERVATION DIVISION OF SOLID WASTE MANAGEMENT 5TH FLOOR, L&C TOWER 401 CHURCH STREET NASHVILLE, TN 37243-1535 US	POST-CLOSURE SITE MANAGEMENT OF INDUSTRIAL WASTE LANDFILL IN LINE WITH CLOSURE PLAN AND RULE 1200-1-7-.04(8)E	ONGOING COMPLIANCE

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Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similar harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable under or in violation of an environmental law?

- No
 Yes. Provide details below.

Site Name and Address	Governmental Unit Name and Address	Environmental Law, if Known	Date of Notice
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23.1 NONE

Friction Materials LLC

Case Number:

20-12215

Part 12: Details About Environmental Information

For the purpose of Part 12, the followig definitions apply:

- Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- Hazardous material means anything than an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similiary harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

24. Has the debtor notified any governmental unit of any release of hazardous material?

- No
 Yes. Provide details below.

Site Name and Address	Governmental Unit Name and Address	Environmental Law, if Known	Date of Notice
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24.1 NONE

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Part 13:

Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case.

Include this information even if already listed in the Schedules.

None

Business Name and Address	Describe the Nature of the Business	Employer Identification Number	Dates Business Existed
		<i>Do not include SSN or ITIN</i>	
25.1 GARRETT MOTION (THAILAND) CO., LTD. ATTN: GENERAL COUNSEL 25/F, MUANG THAI PHATRA OFFICE TOWER II, 252/121 RACHADAPISEK ROAD, KWAENG HUAY KHWANG, KHET HUAY KHWANG, BANGKOK, THAILAND	MANUFACTURING		-
25.2 GARRETT MOTION INTERNATIONAL SERVICES S.R.L. ATTN: GENERAL COUNSEL BUCHAREST, SECTOR 2,, ING. GEORGE CONSTANTINESCU STREET 4B, 2-4 PLOT 1, BUILDING A, 1ST FLOOR, BUCHAREST, ROMANIA	SERVICES		-
25.3 GARRETT TRANSPORTATION SYSTEMS LTD. [THAILAND] ATTN: GENERAL COUNSEL NO. 725, METROPOLIS BUILDING, SUITE 111, 20TH FLOOR, SUKHUMVIT ROAD, KHLONGTAN NUEA SUN- DISTRICT, WATTHANA DISTRICT, BANGKOK, THAILAND	OPERATING		-
25.4 OOO GARRETT TRANSPORTATION SYSTEMS ATTN: GENERAL COUNSEL PROSPECT VERNADSKOGO 6, UNIT XCI, ROOM 58B, WORKSPACE №4, 119311, MOSCOW, RUSSIA, RUSSIAN FEDERATION	OPERATING		-

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Part 13: Details About the Debtor's Business or Connections to Any Business

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

Name and Address	Dates of Service			
26a.1 FORMER CFO CONFIDENTIAL - AVAILABLE UPON REQUEST	From:	10-2018	To:	09-2019
26a.2 PETER BRACKE C/O GARRETT MOTION INC. 47548 HALYARD DRIVE PLYMOUTH, MI 48170	From:	10-2018	To:	06-2020
26a.3 RUSSELL JAMES C/O GARRETT MOTION INC. 47548 HALYARD DRIVE PLYMOUTH, MI 48170	From:	10-2018	To:	
26a.4 SEAN DEASON C/O GARRETT MOTION INC. 47548 HALYARD DRIVE PLYMOUTH, MI 48170	From:	06-2020	To:	

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Part 13: Details About the Debtor's Business or Connections to Any Business

26. Books, records, and financial statements

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

Name and Address	Dates of Service
26b.1 DELOITTE & TOUCHE LLP 4022 SELLS DRIVE DALLAS, TX 75284-4708	From: 2018 To:
26b.2 DELOITTE SA RUE DU PRE-DE-LA-BICHETTE 1 GENEVA 01202 SWITZERLAND	From: 2018 To:

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Part 13: Details About the Debtor's Business or Connections to Any Business

26. Books, records, and financial statements

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and Address	If any Books of Account and Records are Unavailable, Explain Why
26c.1 RUSSELL JAMES C/O GARRETT MOTION INC. 47548 HALYARD DRIVE PLYMOUTH, MI 48170	CHIEF ACCOUNTING OFFICER
26c.2 SEAN DEASON C/O GARRETT MOTION INC. 47548 HALYARD DRIVE PLYMOUTH, MI 48170	CHIEF FINANCIAL OFFICER

Friction Materials LLC

Case Number: 20-12215

Part 13: Details About the Debtor's Business or Connections to Any Business

26. Books, records, and financial statements

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and Address

26d.1 NONE

Friction Materials LLC

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Part 13: Details About the Debtor's Business or Connections to Any Business

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- No
- Yes. Give the details about the two most recent inventories.

Name of the Person who Supervised the Taking of the Inventory	Name and Address of the Person who has Possession of Inventory Records	Date of Inventory	Dollar Amount	Basis
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27.1 NONE

Friction Materials LLC

Case Number:

20-12215

Part 13:

Details About the Debtor's Business or Connections to Any Business

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name and Address	Position and Nature of any Interest	Percent of Interest, if any
28.1 BALIS, CRAIG ATTN: GARRETT MOTION GENERAL COUNSEL 47548 HALYARD DRIVE PLYMOUTH , MI 48170	CHIEF TECHNOLOGY OFFICER	
28.2 BRACKE, PETER ATTN: GARRETT MOTION GENERAL COUNSEL 47548 HALYARD DRIVE PLYMOUTH , MI 48170	CHIEF TRANSFORMATION OFFICER	
28.3 DEASON, SEAN ATTN: GARRETT MOTION GENERAL COUNSEL 47548 HALYARD DRIVE PLYMOUTH , MI 48170	CHIEF FINANCIAL OFFICER	
28.4 MAIRONI, JEROME P. ATTN: GARRETT MOTION GENERAL COUNSEL 47548 HALYARD DRIVE PLYMOUTH , MI 48170	SENIOR VP, GENERAL COUNSEL AND CORPORATE STRATEGY	
28.5 RABILLER, OLIVIER ATTN: GARRETT MOTION GENERAL COUNSEL 47548 HALYARD DRIVE PLYMOUTH , MI 48170	CHIEF EXECUTIVE OFFICER	

Friction Materials LLC

Case Number: 20-12215

Part 13: Details About the Debtor's Business or Connections to Any Business

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- No
 Yes. Identify below.

Name and Address	Position and Nature of Interest	Period During Which Position Was Held
29.1 BRACKE, PETER C/O GARRETT MOTION INC. 47548 HALYARD DRIVE PLYMOUTH , MI 48170	INTERIM CHIEF FINANCIAL OFFICER	From: 10-2019 To: 06-2020
29.2 CONFIDENTIAL AVAILABLE UPON REQUEST	SENIOR VICE PRESIDENT & CHIEF FINANCIAL OFFICER	From: 10-2018 To: 09-2019

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Part 13:

Details About the Debtor's Business or Connections to Any Business

30. Payments, Distributions, or Withdrawals Credited or Given to Insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- No
- Yes. Identify below.

Name and Address of Recipient and Relationship to Debtor	Amount	Dates	Reason for Providing the Value
30.1	-		
TOTAL			

Friction Materials LLC

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Part 13: Details About the Debtor's Business or Connections to Any Business

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- No
- Yes. Identify below.

Name of Parent Corporation	Employer Identification Number of the Parent Corporation
31.1 GARRETT MOTION INC.	EIN: 82-4873189

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Part 13:

Details About the Debtor's Business or Connections to Any Business

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- No
 Yes. Identify below.

Name of Pension Fund	Employer Identification Number of the Pension Fund
32.1 NONE	EIN:

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Part 14:

Signature and Declaration

Warning -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this Statement of Financial Affairs and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: December 18, 2020

Signature: /s/ Sean Deason

Sean Deason, Chief Financial Officer

Name and Title

Are additional pages to the Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy (Official Form 207) attached?

No

Yes