

Hearing Date: July 28, 2021 at 11:00 a.m. Eastern Time
Objection Deadline: July 21, 2021 at 4:00 p.m. Eastern Time

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

	X	
In re	:	Chapter 11
	:	
GARRETT MOTION INC., <i>et al.</i> , ¹	:	Case No. 20-12212 (MEW)
	:	
Reorganized Debtors.	:	Jointly Administered
	:	
	X	

**NOTICE OF REORGANIZED DEBTORS’ MOTION FOR ENTRY OF
AN ORDER EXTENDING DEADLINE TO OBJECT TO
REQUESTS FOR PAYMENT OF ADMINISTRATIVE EXPENSES**

PLEASE TAKE NOTICE that on the date hereof, Garrett Motion Inc. and its affiliated reorganized debtors in the above-captioned chapter 11 cases (collectively, the “Reorganized Debtors”), filed the *Reorganized Debtors’ Motion for Entry of an Order Extending Deadline to Object to Requests for Payment of Administrative Expenses* (the “Motion”).

PLEASE TAKE FURTHER NOTICE that the undersigned counsel will present the Motion to the Honorable Michael E. Wiles, United States Bankruptcy Court for the Southern

¹ The last four digits of Garrett Motion Inc.’s tax identification number are 3189. Due to the large number of debtor entities in these chapter 11 cases, which are being jointly administered, a complete list of the Reorganized Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Reorganized Debtors’ claims and noticing agent at <http://www.kccllc.net/garrettmotion>. The Reorganized Debtors’ corporate headquarters is located at La Pièce 16, Rolle, Switzerland.



District of New York (the “Court”) at a hearing to be held on **July 28, 2021 at 11:00 a.m. (Eastern Time)** (the “Hearing”).

PLEASE TAKE FURTHER NOTICE that any responses or objections (the “Objections”) to the Motion shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules for the United States Bankruptcy Court for the Southern District of New York, and shall be filed with the Court in accordance with the customary practices of the Court and General Order M-399. Objections must be filed and received no later than **July 21, 2021 at 4:00 p.m. (Eastern Time)** (the “Objection Deadline”) and must be served on the following parties: (a) counsel to the Reorganized Debtors, Sullivan & Cromwell LLP, Attn: Alexa J. Kranzley (kranzleya@sullcrom.com) and (b) the Office of the United States Trustee for the Southern District of New York, Attn: Benjamin Higgins, Esq. (Benjamin.J.Higgins@ust.doj.gov).

PLEASE TAKE FURTHER NOTICE that only those objections that are timely filed, served and received will be considered at the Hearing. Failure to file a timely objection may result in the entry of an order granting the relief requested in the Motion without further notice. Failure to attend the Hearing in person or by counsel may result in relief being granted or denied upon default. In the event that no objection to the Motion is timely filed and served, the relief requested in the Motion may be granted without a hearing before the Court.

PLEASE TAKE FURTHER NOTICE that copies of the Motion may be obtained from the Court’s website, <https://ecf.nysb.uscourts.gov>, for a nominal fee, or obtained free of charge by accessing the website of the Reorganized Debtors’ claims and noticing agent, <http://www.kccllc.net/garrettmotion>.

Dated: July 9, 2021
New York, New York

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**UNITED STATES BANKRUPTCY COURT
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In re	:	Chapter 11
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GARRETT MOTION INC., <i>et al.</i> , ¹	:	Case No. 20-12212 (MEW)
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Reorganized Debtors.	:	Jointly Administered
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**REORGANIZED DEBTORS’ MOTION FOR ENTRY OF
AN ORDER EXTENDING DEADLINE TO OBJECT TO
REQUESTS FOR PAYMENT OF ADMINISTRATIVE EXPENSES**

Garrett Motion Inc. and certain of its affiliated reorganized debtors and debtors-in-possession (collectively, the “Reorganized Debtors”), hereby submit this motion (this “Motion”) for entry of an order, substantially in the form attached hereto as Exhibit A (the “Order”), pursuant to sections 105(a) and 1142(b) of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the “Bankruptcy Code”), and rule 9006(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), for entry of an order extending the

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Reorganized Debtors' deadline to object to requests for payment of administrative expense claims. In further support of the Motion, the Reorganized Debtors respectfully state as follows:

Background

1. On September 20, 2020, Garrett Motion Inc. and each of its affiliated Debtors filed with the United States Bankruptcy Court for the Southern District of New York (the "Court") a voluntary petition for relief under title 11 of the Bankruptcy Code. Each Debtor managed its assets as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code through the chapter 11 cases. The Debtors' cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and the *Order Directing Joint Administration of Related Chapter 11 Cases* [D.I. 27] entered by the Court on September 21, 2020.

2. On April 23, 2021, the Court confirmed the *Debtors' Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code* [D.I. 1129, Ex. A] (the "Plan"),² and on April 26, 2021, entered the *Findings of Fact, Conclusions of Law and Order Confirming the Debtors' Amended Joint Chapter 11 Plan of Reorganization Under Chapter 11 of the Bankruptcy Code* [D.I. 1161] (the "Confirmation Order").

3. The Plan became effective on April 30, 2021 (the "Effective Date"). See *Notice of (I) Entry of Order Confirming the Debtors' Amended Joint Chapter 11 Plan of Reorganization under Chapter 11 of the Bankruptcy Code and (II) Occurrence of Effective Date* [D.I. 1189].

Facts Specific to the Relief Requested

4. Pursuant to section 3.1.2 of the Plan, (i) all requests for payment of Administrative Expense Claims that accrued on or before the Effective Date were required to be

² All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Plan.

filed and served by the thirtieth calendar day after notice of entry of the Effective Date—*i.e.*, May 30, 2021 (the “Administrative Claims Filing Deadline”), and (ii) the Debtors or the Reorganized Debtors shall have until the ninetieth calendar day after the Effective Date to object to such requests for payment of Administrative Expense Claims—*i.e.*, July 29, 2021 (the “Administrative Claims Objection Deadline”).

5. By the Administrative Claims Filing Deadline, the Reorganized Debtors received four requests. Additionally, several claimants also asserted administrative expense claims status in the proofs of claim filed against the Debtors.

Jurisdiction

6. The Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b). The statutory predicates for the relief requested herein are sections 105(a) and 1142(b) of the Bankruptcy Code, Bankruptcy Rule 9006(b), and rule 9006-2 of the Local Rules of the United States Bankruptcy Court for the Southern District of New York (the “Local Rules”).

Relief Requested

7. By this Motion, the Reorganized Debtors request entry of the Order, extending the Administrative Claims Objection Deadline by ninety (90) days, through and including October 27, 2021 (the “Proposed Objection Deadline”), without prejudice to the Reorganized Debtors’ right to seek further extensions for cause.³

³ Pursuant to Local Bankruptcy Rule 9006-2, the filing of this Motion before the occurrence of the Administrative Claims Objection Deadline, automatically extends the Administrative Claims Objection Deadline until such time as the Court resolves the relief requested in this Motion. As a result, a “bridge order” extending the time to respond to this Motion is unnecessary.

Basis for Relief

8. Section 3.1.2 of the Plan expressly contemplates that the Administrative Claims Objection Deadline is “subject to further extensions and/or exceptions as may be ordered by the Bankruptcy Court upon motion on notice to all parties filing a notice of appearance and request for service pursuant to Bankruptcy Rule 2002 in the Chapter Cases.” Bankruptcy Rule 9006(b) also provides that the Court may “for cause shown at any time in its discretion” extend a deadline “if the request therefore is made before the expiration” of such deadline. Fed. R. Bankr. P. 9006(b)(1). Further, the Court has inherent power “to control the disposition of the causes on its docket with economy of time and effort for itself, for counsel, and for litigants.” *Louis Vuitton Malletier S.A. v. LY USA, Inc.*, 676 F.3d 83, 96-97 (2d Cir. 2012) (quoting *Landis v. N. Am. Co.*, 299 U.S. 248, 254 (1936)).

9. Moreover, the authority to extend the Administrative Claims Objection Deadline is consistent with the Court’s broad authority under sections 105(a) and 1142(b) of the Bankruptcy Code to issue orders necessary for the consummation of the Plan or to carry out the provisions of the Bankruptcy Code. See *Adelphia Bus. Solutions, Inc. v. Abnos*, 482 F.3d 602, 609 (2d Cir. 2007) (“Section 105(a) grants broad equitable power to the bankruptcy courts to carry out the provisions of the Bankruptcy Code so long as that power is exercised within the confines of the Bankruptcy Code.”); *In re Oversight & Control Comm’n of Avanzit, S.A.*, 385 B.R. 525, 535 (Bankr. S.D.N.Y. 2008) (“The bankruptcy court retains jurisdiction under 11 U.S.C. § 1142(b) and it has ‘continuing responsibilities to satisfy itself that the [p]lan is being properly implemented.’”) (internal citations omitted).

10. As of the date of this Motion, the Plan has been consummated, and the Reorganized Debtors have made substantially all distributions required under the Plan. Only a limited number of requests for payment of Administrative Expense Claims were submitted, and

the Reorganized Debtors and their advisors are making progress with their efforts to consensually resolve each of these claims.

11. The Reorganized Debtors are requesting an extension of the Administrative Claim Objection Deadline to provide the Reorganized Debtors, their advisors and the respective claimants additional time to review, analyze and continue discussions regarding the requests for payment. This is the Reorganized Debtors' first requested extension. The Reorganized Debtors believe that the proposed ninety day extension of the Administrative Claims Objection Deadline, through and including October 27, 2021, is in the best interests of all parties-in-interest because it will permit discussions to conclude without premature, and likely unnecessary, litigation. The extension is not being sought for improper dilatory purposes and will not unduly prejudice any claimants who have filed requests for payment of Administrative Expense Claims, all of whom are receiving notice of this Motion.

Notice

12. Notice of this Motion has been provided to: (a) claimants who have filed requests for payment of Administrative Expense Claims, (b) the Office of the United States Trustee for the Southern District of New York, Attn: Benjamin Higgins, Esq; (c) counsel to Honeywell International Inc., Kirkland & Ellis LLP, Attn: Nicole L. Greenblatt, P.C. and Mark McKane, P.C.; (d) counsel to Oaktree Capital Management, L.P. and Centerbridge Partners, L.P., as Plan Sponsors, Milbank LLP, Attn: Dennis F. Dunne, Andrew M. Leblanc and Andrew C. Harmeyer; (e) counsel to the Additional Investors, Jones Day, Attn: Anna Kordas, Bruce Bennett, Joshua M. Mester and James O. Johnston; and (f) to the extent not listed herein, those parties requesting notice pursuant to Bankruptcy Rule 2002. The Reorganized Debtors submit that, in light of the nature of the relief requested, no other or further notice need be provided.

No Prior Request

13. No prior request for the relief requested herein has been made to this or any other court.

Conclusion

WHEREFORE, for the reasons set forth herein, the Reorganized Debtors respectfully request that the Court (a) enter the Order, substantially in the form attached hereto as Exhibit A, and (b) grant such other and further relief as is just and proper.

Dated: July 9, 2021
New York, New York

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Counsel to the Reorganized Debtors

EXHIBIT A

Proposed Order

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

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In re	:	Chapter 11
	:	
GARRETT MOTION INC., <i>et al.</i> , ¹	:	Case No. 20-12212 (MEW)
	:	
Reorganized Debtors.	:	Jointly Administered
	:	
<hr/>		x

**ORDER EXTENDING DEADLINE TO OBJECT TO
REQUESTS FOR PAYMENT OF ADMINISTRATIVE EXPENSES**

Upon the motion (the “Motion”)² of Garrett Motion Inc. and certain of its affiliated reorganized debtors and debtors-in-possession (collectively, the “Reorganized Debtors”), for entry of an order (this “Order”) pursuant to sections 105(a) and 1142(b) of the Bankruptcy Code, Bankruptcy Rule 9006(b), and Local Bankruptcy Rule 9006-2, extending the Administrative Claims Objection Deadline by ninety (90) days, through and including, October 27, 2021; and this Court having jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and venue of these chapter 11 cases and the Motion in this district being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that proper and adequate notice of the Motion and the relief requested therein has been provided in accordance with the Bankruptcy Rules and the Local Rules; and that no other or further notice is necessary; and objections (if any) to the Motion having been withdrawn, resolved or overruled on the merits; and this Court having found

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² Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Motion.

and determined upon the record before this Court that the relief sought in the Motion is in the best interests of the Reorganized Debtors, their estates, their creditors and all other parties-in-interest; and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The current Administrative Claims Objection Deadline is hereby extended by ninety (90) days, through and including October 27, 2021.
3. The entry of this Order shall be without prejudice to the rights of the Reorganized Debtors to seek further extensions of the Administrative Claims Objection Deadline, or to seek other appropriate relief.
4. The Reorganized Debtors are authorized and empowered to take and perform all actions necessary to implement and effectuate the relief granted in this Order.
5. This Court shall retain jurisdiction with respect to any matters, claims, rights or disputes arising from or related to the Motion or the implementation of this Order.

Dated: July __, 2021
New York, New York

The Honorable Michael E. Wiles
United States Bankruptcy Judge