SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

3235-OMB Number: 0104

Estimated average burden hours per response: 0.5

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 A Barbon D	•	porting Person [*]	2. Date of E Requiring S (Month/Day 10/15/202	ay/Year)						
(Last) (First) (Middle) C/O ITT INC. 1133 WESTCHESTER AVENUE				4. Relationship of Reporting Issuer (Check all applicable) Director X Officer (give	ng Person(s) to 10% Owner Other (specify		 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 			
(Street) WHITE PLAINS	NY	10604			A title below) See Rema	below)		1`	X Form filed by One Reporting Person Form filed by More than One Reporting Person	
(City)	(State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)				I	2. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock					5 , 489 ⁽¹⁾	I	D			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
, , , , , , , , , , , , , , , , , , , ,			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of S Underlying Derivative Se (Instr. 4)				ise Form:	6. Nature of Indirect Beneficial Ownership (Instr.
1		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Amount Derivativ or Security Number of		or Indirect (I) (Instr. 5)	5)	

Explanation of Responses:

1. Includes 5,180 restricted stock units, of which (i) 2,049 are scheduled to vest on February 26, 2021, (ii) 1,166 are scheduled to vest in two equal annual installments on March 4, 2021 and March 4, 2022, and (iii) 1,965 are scheduled to vest in three equal annual installments beginning on March 4, 2021.

Remarks:

Exhibit 24.1 - Power of Attorney SVP and President, Asia Pacific Region

<u>/s/ Drew Bordages</u> ,
<u>Secretary of ITT Inc. by</u>
Power of Attorney for
Davide Barbon
** Signature of Reporting

of Reporting Person

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 5 (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.

10/16/2020

Date

OMB APPROVAL

POWER OF ATTORNEY

The undersigned does hereby nominate, constitute and appoint Mary E. Gustafsson and Drew Bordages or any of them, the undersigned's true and lawful attorney and agent to do any and all acts and things and execute and file any and all instruments which said attorneys and agents, or any of them, may deem necessary or advisable to enable the undersigned (in the undersigned's individual capacity or in any other capacity) to comply with the Securities Exchange Act of 1934 (the "34 Act") and the Securities Act of 1933 (the "33 Act") and any requirements of the Securities and Exchange Commission (the "SEC") in respect thereof, in connection with the preparation, execution and/or filing of (i) any report or statement of beneficial ownership or changes in beneficial ownership of securities of ITT Inc., an Indiana corporation (the "Company"), that the undersigned (in the undersigned's individual capacity or in any other capacity) may be required to file pursuant to Section 16(a) of the 34 Act, including any report or statement on Form 3, Form 4 or Form 5, or to any amendment thereto, (ii) any report or notice required under Rule 144 of the 33 Act, including Form 144, or any amendment thereto, and (iii) any and all other documents or instruments that may be necessary or desirable in connection with or in furtherance of any of the foregoing, including Form ID, or any amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required pursuant to Section 16(a) of the 34 Act or any rule or regulation of the SEC, such power and authority to extend to any form or forms adopted by the SEC in lieu of or in addition to any of the foregoing and to include full power and authority to sign the undersigned's name in his or her individual capacity or otherwise, hereby ratifying and confirming all that said attorneys and agents, or any of them, shall do or cause to be done by virtue thereof.

This authorization shall supersede all prior authorizations to act for the undersigned with respect to securities of the Company in such matters, which prior authorizations are hereby revoked, and shall remain in effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys in fact.

IN WITNESS WHEREOF, I have hereunto set my hand this 8th day of October, 2020.

/s/ Davide Barbon ------Davide Barbon