# SEC Form 4

# FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Instruction 1(b).			Filed pursuant to Section 16(a) of the Securities Exchange Act of	f 1934
			or Section 30(h) of the Investment Company Act of 1940	·
1. Name and Addr Makowiecki		0	2. Issuer Name <b>and</b> Ticker or Trading Symbol ITT INC. [ ITT ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) C/O ITT INC.	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/03/2023	X Officer (give title Other (specify below) below) SVP, Strategy & Business Dev
100 WASHING	FION BLVD	., 6TH FLOOR	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable
(Street) STAMFORD	CT	06902		Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a str. 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	03/03/2023		A		3,200 <sup>(1)</sup>	A	\$0.00	8,750	D	
Common Stock	03/04/2023		F		450 <sup>(2)</sup>	D	\$93.1	8,300	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) E. Date Exercisable and Expiration Date (Month/Day/Year) E. Date Exercisable and Expiration Date (Month/Day/Year)		7. Titl Amou Secur Unde Deriv Secur 3 and	unt of rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

#### **Explanation of Responses:**

1. Reflects an award of restricted stock units, all of which are scheduled to vest on March 3, 2026.

2. Reflects the withholding of shares of common stock to pay the tax liability incident to the vesting on March 4, 2023 of restricted stock units granted under the Plan. The number of shares withheld was

determined on March 6, 2023 based on the average of the high/low price of the issuer's common stock on March 6, 2023.

### **Remarks:**

/s/ Kristen Prohl, Deputy

General Counsel of ITT Inc.; 03/07/2023 by Power of Attorney for Bartlomiej Makowiecki Date

\*\* Signature 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 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.

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.

to Section 16. Form 4 or Form 5 obligations may continue. See [