STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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
   Flynn Ryan F.
   C/O ITT INC.1133 WESTCHESTER AVENUE
   WHITE PLAINS NY 10604

2. Issuer Name and Ticker or Trading Symbol
   ITT Inc. [ ITT ]

3. Date of Earliest Transaction (Month/Day/Year)
   02/26/2021

4. If Amendment, Date of Original Filed (Month/Day/Year)
   03/02/2021

5. Relationship of Reporting Person(s) to Issuer
   X Director
   10% Owner
   Other (specify below) See Remarks

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>Security</th>
<th>Date of Transaction</th>
<th>Transacted Quantity</th>
<th>Price per Share</th>
<th>Transaction Type</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>02/26/2021</td>
<td>1,543</td>
<td>$0.00</td>
<td>A</td>
</tr>
<tr>
<td>Common Stock</td>
<td>03/01/2021</td>
<td>534</td>
<td>$82.89</td>
<td>D</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Date of Deemed Exercised (Month/Day/Year)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Expiry Date (Month/Day/Year)</th>
<th>Price of Derivative Security (Instr. 6)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 7)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 8)</th>
</tr>
</thead>
<tbody>
<tr>
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</tbody>
</table>

Explanation of Responses:
1. Acquired upon the settlement of performance units granted on February 26, 2018 as a result of the satisfaction of the performance criteria underlying the award. Due to administrative error, this was reported as 387 shares of common stock on the reporting person's Form 4 filed on March 2, 2021.
2. Holdings as of March 23, 2021, reflecting the transactions reported after the initial date of this filing on the reporting person's Form 4 filed on March 8, 2021.
3. Reflects the withholding of shares of common stock to pay the tax liability incident to the settlement of performance units on February 26, 2021, as described in footnote (1) above. The number of shares withheld was determined on March 1, 2021 based on the average of the high/low price of the issuer's common stock on February 26, 2021. Due to administrative error, this was reported as 387 shares of common stock on the reporting person's Form 4 filed on March 2, 2021.

Remarks:
SVP & President, Connect & Control Technologies

Power of Attorney for Ryan F. Flynn
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).
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.