

Honeywell Automation India Limited

CIN: L29299PN1984PLC017951

Regd. Office: 56 & 57, Hadapsar Industrial Estate,

Pune - 411 013, Maharashtra

Tel: +91 20 7114 8888

E-mail: India.Communications@Honeywell.com

Website: <https://www.honeywell.com/in/en/hail>

July 29, 2026

The Manager – Compliance Department National Stock Exchange of India Limited 'Exchange Plaza' Bandra Kurla Complex, Bandra (East) Mumbai 400051 NSE Symbol: HONAUT	The Manager – Compliance Department BSE Limited Floor 25, P.J. Tower, Dalal Street Mumbai 400001 BSE Scrip Code: 517174
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Dear Sir/Madam,

Sub: Submission of revised Notice of the 42nd Annual General Meeting of Honeywell Automation India Limited (the Company) for FY 2025-26

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Please be informed that the Company has made the Annual Report for FY 2025-26, along with the Notice of the 42nd Annual General Meeting, available as of July 7, 2026.

We have identified a typo on page 16 of the previously submitted Annual Report.

We are now uploading the corrected version and would like to note that the only change is in the commission payable to the Independent Directors in the AGM notice. The corrected text on page 16 reads as follows:

(₹ in million)

Name of Director	Commission for FY 2025-26
Dr. Ganesh Natarajan, Independent Director and Non-Executive Chairman -Board	3.25
Ms. Neera Saggi, Independent Director	3.15

The Annual Report for FY 2025-26 with the above-mentioned correction is also being made available on the website of the Company at <https://www.honeywell.com/in/en/hail>.

The above is for your information and record.

Yours Sincerely,

For **Honeywell Automation India Limited**

Indu Daryani

Company Secretary and Compliance Officer

FCS No. 9059

Address: 56 & 57, Hadapsar Industrial Estate, Pune - 411 013

Notice of AGM

NOTICE is hereby given that the 42nd Annual General Meeting of Honeywell Automation India Limited will be held on Wednesday, July 29, 2026 at 4.00 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare a Final Dividend of ₹110/- (Rupees One Hundred and Ten Only) per equity share for the Financial Year 2025-26.
3. To appoint a director in place of Mr. Ashish Kumar Modi (DIN: 07680512), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. **Commission payable to Dr. Ganesh Natarajan (DIN: 00176393), Independent Director, Non-Executive Chairman – Board**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Regulation 17(6)(ca) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee, consent of the shareholders of the Company be and is hereby accorded for payment of remuneration in the form of commission to Dr. Ganesh Natarajan (DIN: 00176393) Independent Director, Non-Executive Chairman-Board, for Financial Year 2025-26, being an amount exceeding fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company for Financial Year 2025-26."

5. **Material Related Party Transactions of the Company with Honeywell International Inc., Ultimate Holding Company**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], other applicable laws / statutory provisions, if any, the Company's Policy on Material Related Party Transactions and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any other Committee constituted/ empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and Honeywell International Inc. ("HII"), the Ultimate Holding Company and accordingly a "Related Party" of the Company, on such terms and conditions as may be mutually agreed between the Company and HII, for an aggregate value not exceeding ₹9,500 Million during the Financial Year 2026-27, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is / are carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions,

methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s)/ agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respects.”

6. **Material Related Party Transactions of the Company with Honeywell Measurex (Ireland) Limited, a fellow subsidiary of the Company**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Regulations 2(1)(zc), 23 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], other applicable laws / statutory provisions, if any, the Company’s Policy on Material Related Party Transactions and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include the Audit Committee or any other Committee constituted/ empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s)/ Contract(s) / Arrangement(s)/ Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and Honeywell Measurex (Ireland) Limited (“HMIL”), a fellow subsidiary of the Company

and accordingly a “Related Party” of the Company, on such terms and conditions as may be mutually agreed between the Company and HMIL, for an aggregate value not exceeding ₹7,700 Million during the Financial Year 2026-27, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is / are carried out at an arm’s length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s)/ agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respects.”

7. **Ratification of Cost Auditor’s Remuneration**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹7,00,000/- (Rupees Seven Lakh Only) plus applicable taxes and re-imbursement of out-of-pocket expenses payable to M/s C S Adawadkar & Co., Cost Accountants (Firm Registration No. 100401) who are appointed by the Board of Directors as the Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company pertaining to various products covered under cost audit for the Financial Year ending March 31, 2027.”

Notes:

1. MCA has vide its General Circulars No. (i) 14/2020 dated April 8, 2020, (ii) 17/2020 dated April 13, 2020, (iii) 20/2020 dated May 5, 2020, (iv) 10/2022 dated December 28, 2022, (v) 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard the latest being (vi) 03/2025 dated September 22, 2025 ("MCA Circulars") permitted the holding of the Annual General Meeting through VC/ OAVM, without the physical presence of Members at a common venue. In compliance with the provisions of the Act, the SEBI Listing Regulations and the MCA Circulars **the 42nd AGM of the Company is being held through VC/ OAVM on Wednesday, July 29, 2026, at 4:00 p.m. IST. The deemed venue for the AGM will be the Registered Office of the Company.**
 2. As per the provisions of clause 3.A.II. of the General Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the matters of Special Business as appearing at Item Nos. 4 to 7 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.
 3. The Explanatory Statement in respect of Special Business under Item Nos. 4 to 7, pursuant to Section 102 of the Act, is annexed hereto.
 4. As required under Regulation 36(3) of the SEBI Listing Regulations and SS-2, relevant details of the Director seeking re-appointment at the AGM are given in Annexure-1 to the AGM Notice. Requisite declarations have been received from the Director seeking reappointment.
 5. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR THE APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
 6. Institutional / Corporate Shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authority letter etc., authorising its representative(s) to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting and e-voting at AGM. The said Resolution/Authority letter shall be sent to the Scrutiniser by email through its registered email address to amruta@bokilandpunde.in with a copy marked to evoting@nsdl.com. Institutional Members/Corporate Members can also upload their Board Resolution/Power of Attorney/Authority Letter, by clicking on "Upload Board Resolution/Authority letter", etc. displayed under 'e-Voting' tab in their Login.
 7. Only registered Members of the Company may attend and vote at the AGM through VC/OAVM facility.
 8. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
 9. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
 10. The Members can join the AGM in the VC/OAVM mode 15 minutes before and up to 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on a first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Risk Management Committee and Auditors. The Members will be able to view the proceedings on NSDL's e-Voting website at www.evoting.nsdl.com.
 11. Pursuant to Regulation 42 of the SEBI Listing Regulations, **the Register of Members and Share Transfer Books of the Company will be closed from Saturday, July 18, 2026 to Tuesday, July 28, 2026 (both days inclusive). The Record Date for determining the names of members eligible for final dividend on equity shares for the Financial Year 2025-26, if approved by the members at the AGM is Friday, July 17, 2026. The payment of such dividend subject to deduction of tax at source will be made from Wednesday, August 5, 2026.**
- Pursuant to SEBI Master Circular dated February 6, 2026 read with the SEBI Listing Regulations, with effect from November 18, 2025, **dividends shall be processed only in electronic mode, and payment**

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through dividend warrants or cheques has been discontinued. Payment shall be made subject to:

- Folio being KYC compliant, i.e., PAN, contact details including Mobile No., bank account details and specimen signature are registered with the Company/ RTA (for shareholders holding shares in physical form).
- Updating of bank details with DPs (for shareholders holding shares in dematerialized form).

12. Members holding shares in dematerialized form are requested to update/intimate all changes, if any pertaining to their bank details such as name of the bank and branch address, bank account number, MICR Code, IFSC Code, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS) mandates, Permanent Account Number (PAN), nominations, power of attorney, change of address, change of name, email address, contact numbers, mobile number, etc., to their Depository Participant (DP). Members holding shares in physical form are requested to intimate such changes to the Company's RTA.

13. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the SEBI Listing Regulations and the Circulars issued by the MCA in this regard, the Company has provided a facility to the Members to exercise their vote through electronic means. The facility of casting the votes using an electronic voting system ("remote e-voting") will be provided by NSDL.

A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the **cut-off date i.e., Wednesday, July 22, 2026**, shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM. **The remote e-voting period commences from Sunday, July 26, 2026 (9.00 a.m. IST) and ends on Tuesday, July 28, 2026 (5.00 p.m. IST).** During this period, Members holding shares either in physical form or in dematerialised form, as on the cut-off date, may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.

Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

The voting right of shareholders shall be in proportion

to their share in the paid-up equity share capital of the Company as on the cut-off date.

The instructions for remote e-voting and e-voting at AGM and joining the AGM virtually are annexed at Annexure-2 to the AGM Notice.

14. SEBI has mandated the listed companies to process the following service requests for issue of securities in dematerialized form only, subject to folio being KYC compliant:

- Issue of duplicate securities certificate
- claim from unclaimed suspense account
- renewal/exchange of securities certificate
- endorsement
- sub-division/splitting of securities certificate
- consolidation of securities certificates/ folios
- transmission and transposition

Accordingly, Members are requested to submit duly filled and signed Form ISR-4 with the Company's RTA. With effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation by the Company/RTA while processing the above-mentioned service requests. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of valid demat account details along with the latest Client Master List.

Reference is also drawn to SEBI Master Circular dated February 6, 2026, SEBI has simplified the process and reduced the documentation requirements for issuance of duplicate share certificates.

Further, pursuant to Regulation 40 of the SEBI Listing Regulations, request for transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same, to eliminate all risks associated with physical shares and to avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company/RTA for assistance in this regard.

15. **SEBI HAS MANDATED SUBMISSION OF PAN BY EVERY PARTICIPANT IN THE SECURITIES MARKET. MEMBERS HOLDING SHARES IN ELECTRONIC FORM ARE, THEREFORE, REQUESTED TO SUBMIT THEIR PAN DETAILS TO THEIR DEPOSITORY PARTICIPANTS. MEMBERS HOLDING SHARES IN PHYSICAL FORM ARE REQUESTED TO SUBMIT THEIR PAN DETAILS TO THE COMPANY'S RTA.**

16. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
17. As per the provisions of Section 72 of the Act, the facility for making nominations is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the RTA's website at <https://web.in.mpms.mufg.com/KYC-downloads.html>. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in dematerialized form and to the Company's RTA in case the shares are held by them in physical form, quoting their folio number.
18. Non-resident Indian shareholders are requested to inform immediately about the following to the Company or its Share Transfer Agent or the concerned Depository Participant, as the case may be:
 - a. The change in the residential status on return to India for permanent settlement.
 - b. The particulars of the NRE Account with a Bank in India, if not furnished earlier.
19. SEBI has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at <https://smartodr.in/login>.
20. Members are requested to note that dividends if not encashed or remain unclaimed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 124 of the Act, be transferred to IEPF. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.

The Members whose unclaimed dividends and/or shares have been transferred to IEPF may contact the Company's RTA and submit the required documents for issue of Entitlement Letter. The Members shall attach the Entitlement Letter and other required documents and file the Form IEPF-5 form for claiming the dividend and/ or shares via www.iepf.gov.in.

This is to bring to the notice of shareholders of the Company, whose dividend claims are currently unpaid/ unclaimed, and the underlying shares are therefore liable to be transferred to IEPF. With a view to empower shareholders to claim their unpaid or unclaimed dividends and underlying shares before they are transferred to the IEPF, the IEPF Authority, Ministry of Corporate Affairs had initiated a 100 days campaign named "Saksham Nivehsak" from July 28, 2025 to November 6, 2025. The IEPF Authority, Ministry of Corporate Affairs has launched the Second 100 days Campaign - "Saksham Niveshak" from April 1, 2026 to July 9, 2026 to reach out to shareholders whose dividend and shares remain unpaid/unclaimed with an emphasis on KYC updation by the concerned shareholders. The shareholders concerned are encouraged to claim their unclaimed dividends by **updating their KYC details** with the Company's RTA.

21. In compliance with the MCA Circulars and the SEBI Listing Regulations, Notice of the AGM along with the Annual Report for the Financial Year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ DP, unless any Member has requested for a physical copy of the same. A letter providing a web-link and QR code for accessing the Annual Report will be sent to those Members who have not registered their Email IDs. The Company shall send a physical copy of the Annual Report FY 2025-26 to those Members who request the same at HAIL_InvestorServices@Honeywell.com mentioning their Folio No./DP ID and Client ID.

Members may note that the Notice and Annual Report 2025-26 will also be available on:

- the Company's website <https://www.honeywell.com/in/en/hail>, QR Code below:



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- websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com.

22. Process for registering e-mail addresses to receive this Notice electronically and cast votes electronically:

The Company has made special arrangements with RTA for registration of email addresses of those Members (holding shares either in electronic or physical form) who wish to receive this Notice electronically and cast votes electronically. Eligible Members whose email addresses are not registered with the Company/DPs are required to provide the same to the RTA **on or before 5.00 p.m. (IST) on Friday, July 17, 2026**, by following the process for registering e-mail address as mentioned below:

- Visit the link: https://web.in.mps.mufg.com/EmailReg/Email_Register.html
- Select the name of the Company from the dropdown list: Honeywell Automation India Limited.
- Enter the Folio No./DP ID, Client ID, Shareholder Name, PAN details, Mobile no. and E-mail ID. Shareholders holding shares in physical form are required to additionally enter one of their share certificate numbers.
- System will send OTP on the Mobile number and Email ID. Enter OTP received on the Mobile number and Email ID.
- The system will then confirm the e-mail address for the limited purpose of service of Notice of AGM along with the Annual Report FY 2025-26 and e-Voting credentials.

The above system also provides a facility to the Members holding shares in physical form to upload a self-attested copy of their PAN Card, if the PAN details are not updated in accordance with the requirements prescribed by SEBI.

After successful submission of the e-mail address, NSDL will email a copy of the Notice and the Annual Report for FY 2025-26. In case of any queries, Members may write to evoting@nsdl.com.

However, Members holding shares in electronic form will have to once again register their email address and mobile number with their DPs, to permanently update the said information.

Registration of e-mail address permanently with the

RTA/DPs: To support the Green initiative, Members are requested to register their e-mail addresses with their concerned DPs, in respect of electronic holding and with the Company's RTA, in respect of physical holding. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs/RTA for all future communications.

23. CS Amruta Rajarshi of Bokil Punde & Associates, Company Secretaries, has been appointed as the Scrutiniser to scrutinise the e-voting during the AGM and remote e-voting process in a fair and transparent manner. Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again. The scrutiniser shall close the voting facility after expiry of 15 minutes from the conclusion of voting at the AGM. The scrutiniser shall first count the votes cast electronically at the meeting and there after unblock the votes cast through remote e-voting and shall make, not later than two working days of the conclusion of the AGM, a consolidated scrutinisers' report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by the Board in writing, who shall countersign the same and declare the result of the voting forthwith.

The results declared along with the report of the Scrutiniser shall be placed on the website of the Company at <https://www.honeywell.com/in/en/hail> and on the website of NSDL immediately after the declaration of result by the Company. The results shall also be immediately forwarded to the BSE and NSE where the shares of the Company are listed.

24. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and relevant documents referred to in the Notice of this AGM and explanatory statement, will be made available electronically for inspection by the Members during the AGM. Members who wish to inspect such documents can send their requests to the Company at HAIL.InvestorServices@honeywell.com by mentioning their Name and Folio Number / DP ID and Client ID.

25. Tax on Dividend

Members may note that dividend income is taxable in the hands of the Members. Accordingly, the Company is required to deduct tax at source ("TDS") at the time of making payment of dividend, if declared at the AGM of

the Company. For the prescribed TDS rates for various categories, please refer to the Income Tax Act, 2025 and the Finance Acts of the respective years.

Resident individual shareholders with PAN and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax shall submit Form 121 (erstwhile Form 15G or Form 15H). If PAN is incorrect/invalid/inoperative/not linked to Aadhar then tax will be deducted at higher rates and credit of TDS may not be available.

Non-resident shareholders [including Foreign Portfolio Investors (FPIs)] who can avail beneficial rates under tax treaty between India and their country of tax residence are required to submit the following documents:

- No Permanent Establishment Declaration
- Beneficial Ownership Declaration
- Tax Residency Certificate
- Copy of electronically filed Form 41 (erstwhile Form 10F)
- Any other document which may be required

The documents such as Form 121 and documents under Sections 393(5), 393(6), etc. can be uploaded on the link: <https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html> to enable the Company to determine the appropriate TDS / withholding tax rate applicable. Resident Shareholders are requested to share the other documents at Csgexemptforms2627@in.mpms.mufg.com. Non-Resident Shareholders are requested to share these documents at HAIL.InvestorServices@Honeywell.com. Documents sent to any other email address may lead to non-submission of documents and attract TDS as per the provisions of the Income Tax Act. The above-mentioned documents should reach us **on or before Monday, July 20, 2026, 5:00 pm IST** in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate. No communication on the tax determination / deduction shall be entertained post the above date.

Members are requested to refer to the email sent to their registered email address for details on submission of exemption documents. Further, Members are

requested to submit the latest Forms to avail exemption of TDS. The erstwhile Forms shall not be accepted for this purpose. In case of any discrepancy in documents submitted by the Member, the Company will deduct tax at a higher rate as applicable, without any further communication in this regard.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial rate of Tax Treaty for the purpose of withholding taxes shall depend upon completeness and satisfactory review by the Company of the documents submitted by the non-resident shareholder.

26. Special Window for lodgement of physical share transfer requests:

A special window, as mandated by SEBI, is available till February 4, 2027, to facilitate lodgement of transfer requests executed before April 1, 2019 but were either not lodged for transfer or were lodged and subsequently rejected, returned or not attended due to deficiency in the documents. Eligible shareholders are requested to submit the requisite documents before February 4, 2027 with the Company's RTA. Securities transferred through this mechanism shall be credited only in dematerialized form and will remain under a one year lock in, during which they cannot be transferred, lien marked, or pledged.

By Order of the Board

Indu Daryani
Company Secretary

Pune, May 20, 2026

Registered Office:

56 & 57, Hadapsar Industrial Estate,
Pune - 411 013, Maharashtra
CIN: L29299PN1984PLC017951
Tel: +91 20 7114 8888
Email: HAIL.InvestorServices@Honeywell.com
Website: <https://www.honeywell.com/in/en/hail>

AGM NOTICE

STATEMENT SETTING OUT MATERIAL FACTS

Pursuant to Section 102 of the Companies Act, 2013

Item No. 4:

Commission payable to Dr. Ganesh Natarajan (DIN: 00176393), Independent Director, Non-Executive Chairman

The members of the Company had at the 38th AGM held on August 17, 2022, approved payment of remuneration by way of commission to Non-Executive Directors of the Company in respect of the profits of the Company for each year of the period of five years commencing with the financials for the year commencing from April 1, 2022.

Based on the recommendation of the NRC, the Board approved commission payable for FY 2025-26 to the Independent Directors as under:

(₹ in million)

Name of Director	Commission for FY 2025-26
Dr. Ganesh Natarajan, Independent Director and Non-Executive Chairman -Board	3.25
Ms. Neera Saggi, Independent Director	3.15

Pursuant to Regulation 17(6)(ca) of the SEBI Listing Regulations, consent of the members is sought for passing a Special Resolution as set out at Item No. 4 of the Notice for the commission amount payable to Dr. Ganesh Natarajan exceeding fifty per cent of the total remuneration payable to all Non-Executive Directors for the Financial Year 2025-26.

Taking into consideration the pivotal role played by the Chairman, the Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the members.

Except for Dr. Ganesh Natarajan and/or his relatives, no other Director, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, in the said Resolution.

Item Nos. 5 and 6:

Material Related Party Transactions of the Company with Honeywell International Inc., Ultimate Holding Company

Material Related Party Transactions of the Company with Honeywell Measurex (Ireland) Limited, a fellow subsidiary of the Company

Pursuant to Regulation 23 of the SEBI Listing Regulations, all Material Related Party Transactions ("MRPTs") require prior approval of the Members by means of an Ordinary Resolution, even if such transaction(s) are in the ordinary course of business and at an arm's length pricing basis.

In view of the above, Resolution Nos. 5 and 6 are placed for approval by the Members of the Company.

The Management has provided the Audit Committee with relevant details of the proposed RPTs, including material terms and basis of pricing. The Audit Committee (including the Independent Directors), after reviewing all necessary information, has granted its approval for entering into the below-mentioned MRPTs, subject to approval by the Members at the AGM. The Audit Committee has noted that the said transaction(s) will be at an arm's length pricing basis and will be in the ordinary course of business. Further, the Audit Committee has reviewed the certificate provided by the Managing Director and the Chief Financial Officer of the Company, as required under the RPT Industry Standards.

The shareholders of the Company had at the 41st AGM held on June 27, 2025, approved Material Related Party transactions of the Company with Honeywell International Inc. ("HII"), with Honeywell Measurex (Ireland) Limited ("HMIL"), and with Honeywell Middle East BV ("HMEBV") respectively, for FY 2025-26.

During FY 2026-27, the Company is proposed to enter into Material Related Party transactions with HII and HMIL. Details of the proposed MRPTs of the Company with HII and HMIL, including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Master Circular for compliance with the provisions of the SEBI Listing Regulations, last updated on January 30, 2026, read with SEBI circular dated June 26, 2025 on the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions", are as follows:

Minimum information to be provided to the Audit Committee and shareholders for approval of Related Party Transactions as per RPT Industry Standards

Part A: Minimum information of the proposed RPT

Sr. No.	Particulars of the information	Information provided by the management		
		5: Material Transactions of the Company with HII	Related Party of the Company	6: Material Transactions of the Company with HMIL
A(1) Basic details of the related party				
1.	Name of the Related Party	Honeywell International Inc. ("HII")		Honeywell Measurex (Ireland) Limited ("HMIL")
2.	Country of Incorporation of the related party	HII is headquartered in Charlotte, US.		HMIL is based in Waterford, Ireland.
3.	Nature of business of the related party	The principal activity of the related party is providing actionable solution and innovation through aerospace technologies, building automation, industrial automation and process automation & technology.		The principal activity of the related party is the distribution of process control and safety management equipment.
A(2) Relationship and ownership of the related party				
1.	Relationship between the Company and the related party - including nature of its concern (financial or otherwise) and the following:	The Company is a subsidiary of HII. HII is the Ultimate Holding Company.		HMIL is a Fellow Subsidiary of the Company.
	• Shareholding of the Company, whether direct or indirect, in the related party.	Nil.		Nil.
	• Capital contribution, if any, made by the Company.	Not Applicable		Not Applicable
	• Shareholding of the related party, whether direct or indirect, in the Company	75%, through HAIL Mauritius Limited.		Nil.
A(3) Details of previous transactions with the related party				
1.	Total amount of all the transactions undertaken by the Company with the related party during the last financial year	Refer details in Note 1.		Refer details in Note 1.
2.	Total amount of all the transactions undertaken by the Company with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	The immediately preceding quarter being March 31, 2026, details of the actual transactions be referred from Note 1. The transactions entered into by the Company with the aforesaid Material Related Parties during April 1, 2026 till July 29, 2026 (AGM date) will be well within the threshold limits of Material Related Parties pursuant to the SEBI Listing Regulations.		
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the Company during the last financial year.	No		No

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Sr. No.	Particulars of the information	Information provided by the management		
		5: Material Transactions of the Company with HII	Related Party of the Company	6: Material Transactions of the Company with HMIL
A(4) Amount of the proposed transactions (All types of transactions taken together)				
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	The Company and HII have entered into / propose to enter into the following RPTs during FY 2026-27, for an aggregate value not exceeding ₹9,500 million: • Purchase of goods / services • Sale of goods/services including reimbursement of expenses • Purchase/ sale of fixed assets in relation to engineering services and contract manufacturing. Refer para A(5).2 for transaction break-up.	The Company and HMIL have entered into / propose to enter into the following RPTs during FY 2026-27, for an aggregate value not exceeding ₹7,700 million: • Purchase of goods / services • Sale of goods/services including reimbursement of expenses • Purchase/ sale of fixed assets in relation to engineering services and contract manufacturing Refer para A(5).2 for transaction break-up.	
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	Yes	
3.	Value of the proposed transactions as a percentage of the Company's annual consolidated turnover for the immediately preceding financial year.	• 22.7% (based on the Company's Turnover for FY2024-25). • 20.3% (based on the Company's Turnover for FY 2025-26).	• 18.4% (based on the Company's Turnover for FY2024-25). • 16.4% (based on the Company's Turnover for FY 2025-26).	
		The Company does not have any subsidiaries, joint ventures and associates, as a result the Company is not required to prepare consolidated financial statements. Therefore, the percentages are based on the Company's standalone turnover.		
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the Company is not a party to the transaction)	Not Applicable.		
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	0.3% (Based on consolidated turnover)	12.3% (Based on standalone turnover)	

Sr. No.	Particulars of the information	Information provided by the management			
		5: Material Transactions of the Company with HII	Related Party of the Company	6: Material Transactions of the Company with HMIL	Related Party of the Company
6.	Financial performance of the related party for the immediately preceding financial year: (In INR million)	Turnover	34,50,961	Turnover	62,827
		Profit After Tax	5,14,534	Profit After Tax	10,694
		Net worth	16,69,007	Net worth	54,089
		Note: The numbers are for the financial year 2024 being the latest audited period. Rate used for conversion is 1 USD = 89.64 INR.		Note: The numbers are for the financial year 2024 being the latest audited period. Rate used for conversion is 1 EUR = 105.25 INR.	

A(5) Basic details of proposed transactions to be approved

1.	Specific type of the proposed transaction (e.g. sale of goods/service, purchase of goods/services, giving loan, borrowing etc.)	Particulars	Amount (INR million)	Particulars	Amount (INR million)
		Purchase of goods / services	2,900	Purchase of goods / services	7,500
		Sale of goods/ services including reimbursement of expenses	6,500	Sale of goods/ services including reimbursement of expenses	100
2.	Details of each type of the proposed transaction.	Purchase/ sale of fixed assets in relation to engineering services and contract manufacturing	100	Purchase/ sale of fixed assets in relation to engineering services and contract manufacturing	100
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year (April 1, 2026 to March 31, 2027)		1 year (April 1, 2026 to March 31, 2027)	
4.	Whether omnibus approval is being sought?	Yes		Yes	
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Value of transactions for FY 2026-27 is ₹9,500 million. Approval of the Members is being sought for material RPTs for FY 2026-27.		Value of transactions for FY 2026-27 is ₹7,700 million. Approval of the Members is being sought for material RPTs for FY 2026-27.	
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the Company.	The Company works closely with these entities to meet its business objectives. The Company has a range of transactions with these entities, including purchase and sale of goods and services in the ordinary course of business. The aforementioned transactions will not only help both the companies to smoothen business operations but will also ensure a consistent flow of desired quality and quantity of various facilities for uninterrupted operations and an increase in productivity. This in turn will contribute towards Honeywell group synergy and sustainability.			

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Sr. No.	Particulars of the information	Information provided by the management		
		5: Material Transactions of the Company with HII	Related Party of the Company	6: Material Transactions of the Company with HMIL
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the Company who have interest in the transaction, whether directly or indirectly.			
a.	Name of the director / KMP	None of the Directors or KMPs of the Company are Directors or KMPs of HII.		None of the Directors or KMPs of the Company are Directors or KMPs of HMIL
b.	Shareholding of the director / KMP, whether direct or indirect, in the related party	Nil. (Does not include shares vested in lieu of LTI compensation by Honeywell Directors).		Nil
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable		Not applicable
9.	Other information relevant for decision making.	- The amounts proposed for approval are based on the expected transaction volume in FY 2026-27. - Reference Note 1: Details of transactions entered into by the Company with the Related Parties during the last three Financial Years, the Company has not undertaken any transaction in the nature of sale/ purchase of fixed assets with HII and with HMIL. - The Company's contract manufacturing and engineering services (exports) businesses participate in the global Honeywell supply chain and workforce rationalization initiatives. Honeywell on global merits decides to move manufacturing / assembly / engineering services on merits of the receiving and sending site economics. As such it is likely that proprietary tools and jigs and machines move along with such transfers. In this process the Company lands up buying and selling fixed assets in the normal course of business. Valuation of such assets is generally in line with globally accepted principles of book value / arm's length price and the Company does not land up with residual risk of asset in case of such transfers outside India.		

Note 1: Details of transactions entered into by the Company with the Related Parties during the last three Financial Years:

(₹ in million)

Particulars	Honeywell International Inc.			Honeywell Measurex (Ireland) Limited		
	FY 2025-26	FY 2024-25	FY 2023-24	FY 2025-26	FY 2024-25	FY 2023-24
Sale of goods/ services including reimbursement of expenses	4,077	3,615	2,802	-	-	245
Purchase of goods/ services	2,082	2,235	1,341	5,018	5,052	4,068
Purchase/ Sale of fixed assets	-	-	-	-	-	-
Total	6,159	5,850	4,143	5,018	5,052	4,313

Part B: Additional Information

Sr. No.	Particulars of the information	Information provided by the management		
		5: Material Transactions of the Company with HII	Related Party of the Company	6: Material Transactions of the Company with HMIL
B(1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances				
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transactions are not entered into via a bidding process. The Company's product portfolio relies on highly specialized, proprietary, or manufactured in designated Honeywell facilities, ensuring compliance with quality standards and access to unique technical expertise unavailable from external suppliers. This internal sourcing supports efficient global supply-chain planning, timely deliveries, and strong coordination with Honeywell's manufacturing and R&D ecosystem while safeguarding technical confidentiality and proprietary processes. Given the specialized nature of these materials, external competitive bids for these products are generally unfeasible.		
2.	Basis of determination of price	The pricing mechanism followed for recurring transactions is based on the past practices adopting Arm's Length Principle. In the case of other RPTs, the pricing mechanism would be as per Arm's Length criteria based on the market price or alternative pricing method of relevant materials and/or services. In the case of reimbursements / recoveries, same would be basis actual cost incurred.		
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:			
a.	Amount of trade advance	Not Applicable		Not Applicable
b.	Tenure	Not Applicable		Not Applicable
c.	Whether same is self-liquidating?	Not Applicable		Not Applicable

In accordance with the provisions of Regulation 23 of the SEBI Listing Regulations, consent of the members is sought for passing an Ordinary Resolution as set out at Item Nos. 5 and 6 respectively of the Notice for approval of MRPTs.

The Board recommends the Ordinary Resolutions set out at Item Nos. 5 and 6 respectively of the Notice for approval by the members.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolutions.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, no Related Party shall vote to approve Ordinary Resolutions set forth at Item Nos. 5 and 6 of the Notice, whether the entity is a Related Party to the particular transaction(s) or not.

Item No. 7:

Ratification of Cost Auditor's Remuneration

The Company is required to have the audit of its cost records for specified products conducted by a cost accountant in practice under Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014. The Board of Directors of the Company had at its meeting held on May 20, 2026, based on the recommendation of

the Audit Committee, approved appointment of M/s CS Adawadkar & Co., Cost Accountants (Firm Registration No. 100401) as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company pertaining to various products covered under cost audit for the Financial Year commencing on April 1, 2026 and ending on March 31, 2027 at a remuneration of ₹7,00,000/- (Rupees Seven Lakh Only) plus applicable taxes and re-imbursement of out-of-pocket expenses.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors must be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 7 of the Notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending March 31, 2027.

The Board recommends the Ordinary Resolution set out at Item No. 7 for the approval of Members.

None of the Directors or other Key Managerial Personnel and their relatives, are concerned or interested (financially or otherwise) in this Resolution.

ANNEXURE-1 TO THE AGM NOTICE

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE AGM

Pursuant to Regulation 36 of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings

Name of the Director		Mr. Ashish Kumar Modi
Director Identification Number (DIN)		07680512
Date of Birth / Age		May 23, 1979 / 47 years
Date of appointment on the Board		October 22, 2019
Educational Qualification		B.E. in Mechanical Engineering from the National Institute of Technology in Trichy, India. M.S. in Mechanical Engineering from Rensselaer Polytechnic Institute in New York. MBA in Finance from The Wharton School, University of Pennsylvania.
Experience (including expertise in specific functional areas) / Brief Resume		Mr. Ashish Kumar Modi is the President for Honeywell India and APAC and is responsible for driving Honeywell's strategic priorities in the region. Mr. Ashish Kumar Modi has over 20 years of experience and has served in various leadership roles at Honeywell including VP & GM for Building Automation, Asia region, Chief Operating Officer, Honeywell Connected Plant, Global VP&GM, Advanced Solutions business and GM, Lifecycle Solutions & Services business in India and APAC. Before joining Honeywell, Mr. Ashish Kumar Modi was with McKinsey & Co.
Directorships held in other companies		Honeywell Hometown Solutions India Foundation
Memberships/Chairmanships of committees across all public limited companies		Honeywell Automation India Limited: • Stakeholders Relationship Committee – Chairman • Nomination & Remuneration Committee – Member • Corporate Social Responsibility Committee – Member • Risk Management Committee – Member
Relationship with other Directors/ Manager / Key Managerial Personnel		Not related to any Director/Key Managerial Personnel of the Company
Shareholding in the Company		NIL
Board Meetings attended during FY 2025-26		4/4
Terms and Conditions of appointment		As per Ordinary Resolution set forth at Item No. 3 of this Notice.
Name of the listed entities from which the person has resigned in the past three years		Nil.
Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/ CML/2018/02		Mr. Ashish Kumar Modi is not debarred from holding the office of a director by virtue of any SEBI Order or any other such authority.

For other details such as number of meetings of the Committees attended during the year; remuneration last drawn and sought to be paid, please refer to the Corporate Governance Report which forms part of this Annual Report.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of 'Two Steps' which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. FOR INDIVIDUAL MEMBERS HOLDING SHARES IN DEMAT MODE

A1. For Individual Members holding shares in demat mode with NSDL

For OTP based login:

- Click on <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>.
- Enter your 8-digit DP ID, 8-digit Client ID, PAN, Verification code and generate OTP.
- Enter the OTP received on registered email id/mobile number and click on login. You will be able to see the e-Voting page.
- Click on 'evote' link available against 'Honeywell Automation India Limited' or 'e-Voting service provider – NSDL'.
- Proceed to Step 2 to cast your vote electronically during the remote e-Voting period or joining the AGM virtually & e-voting during the AGM

For existing NSDL 'IDeAS' users, the login process is as under:

- Visit the e-Services website of NSDL at <https://eservices.nsdl.com>.
- Click on 'Beneficial Owner' tab under 'IDeAS' section.
- Enter your User ID, Password and the verification code as shown on the screen.
- After OTP based authentication and log in, click on 'Access to e-Voting' under 'Value Added Services' and you will be able to see the e-Voting page.
- Click on 'evote' link available against 'Honeywell Automation India Limited' or 'e-Voting service provider – NSDL'.
- Proceed to Step 2 to cast your vote electronically during the remote e-Voting period or joining the AGM virtually & e-voting during the AGM.

Individual Members who have not registered for NSDL 'IDeAS' facility and wish to register for the same, may do so

by either using the URL: <https://eservices.nsdl.com> and selecting 'Register Online for IDeAS' or by using the URL: <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>

Alternatively, a Member can directly access e-Voting page of NSDL, by following the below-mentioned steps:

- Visit the e-Voting website of NSDL at <https://www.evoting.nsdl.com/>
- Click on 'Login' tab under 'Shareholder/Member' section.
- Enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), password / OTP and the verification code as shown on the screen and agree to the terms and conditions by clicking the box.
- After successful authentication, you will be redirected to NSDL Depository website wherein you can see e-Voting page.
- Click on 'evote' link available against 'Honeywell Automation India Limited' or 'e-Voting service provider – NSDL'.
- Proceed to Step 2 to cast your vote electronically during the remote e-Voting period or joining the AGM virtually & e-voting during the AGM.

Members may also download NSDL's Mobile App 'NSDL Speede' by scanning the following QR code, for e-Voting:



A2. For Individual Members holding shares in demat mode with CDSL

For existing CDSL 'Easi' / 'Easiest' users, the login process is as under:

- Visit the CDSL website at www.cdslindia.com. Click on 'Login' icon using the Option 'My Easi New (Token)'. Alternatively, use the URL: <https://web.cdslindia.com/myeasitoken/home/login>
- Enter your User ID and Password.

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- After OTP based authentication and log in, you will be able to view the e-voting menu.
- Click on 'evote' link available against 'Honeywell Automation India Limited' or 'e-Voting service provider – NSDL'.
- Proceed to Step 2 to cast your vote electronically during the remote e-Voting period or joining the AGM virtually & e-voting during the AGM.

Individual Members who have not registered for 'Easi'/'Easiest' services and wish to register for the same, may do so by visiting CDSL's website at www.cdslindia.com. On the home page, click on 'Login' icon using the Option 'My Easi New (Token)' and then click on registration option.

Alternatively, a member can directly access e-Voting page of CDSL, by following the steps mentioned below:

- Visit the CDSL website at www.cdslindia.com
- Click on 'evoting'.
- Enter your Demat account number and PAN.
- After the OTP based authentication and login, you will be redirected to NSDL Depository website wherein you can see e-Voting page.
- Click on 'evote' link available against 'Honeywell Automation India Limited' or 'e-Voting service provider – NSDL'.
- Proceed to Step 2 to cast your vote electronically during the remote e-Voting period or joining the AGM virtually & e-voting during the AGM.

A3. For Individual Members holding shares in demat mode and login through their depository participants

Please follow below steps:

- Login to your demat account, using the login credentials, through the concerned Depository Participant registered with NSDL / CDSL.
- Click on the option available for 'e-voting'.
- You will be re-directed to NSDL e-services website wherein you will be able to see the e-voting page.
- Click on 'evote' link available against 'Honeywell Automation India Limited' or 'e-Voting service provider – NSDL'.
- Proceed to Step 2 to cast your vote electronically during the remote e-Voting period or joining the AGM virtually & e-voting during the AGM.

Note: Members who are unable to retrieve their User ID or Password are advised to use 'Forgot User ID' / 'Forgot

Password' option(s) available on the websites of the respective Depositories / Depository Participants.

B. FOR NON-INDIVIDUAL MEMBERS HOLDING SHARES IN DEMAT MODE AND MEMBERS HOLDING SHARES IN PHYSICAL MODE

B1. For Non-Individual Members holding shares in demat mode and registered for NSDL 'IDeAS'

If you are registered for NSDL IDeAS, you can login at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you login to NSDL eservices after using your login credentials, click on e-Voting and you can proceed to Step 2 to cast your vote electronically during the remote e-Voting period or joining the AGM virtually & e-voting during the AGM.

B2. For other Members, including Members holding shares in physical mode

Please follow below steps:

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>
- Click on 'Login' available under 'Shareholder/Member' section.
- Enter your User ID, Password/OTP and a Verification Code as shown on the screen.
- Your User ID details are given below:
 - For Members who hold shares in demat account with NSDL: 8 Character DP ID followed by 8 Digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
 - For Members who hold shares in demat account with CDSL: 16 Digit Beneficiary ID. For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
 - For Members holding shares in Physical Form: EVEN Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVEN is 139844 then user ID is 1398440001***
- Password details for shareholders other than Individual shareholders are given below:
 - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial

password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on 'Login'.
- Proceed to Step 2 to cast your vote electronically during the remote e-Voting period or joining the AGM virtually & e-voting during the AGM.

Note: How to retrieve your 'initial password'?

If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:

- Click on 'Forgot User Details/Password?' (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- Physical User 'Reset Password?' (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

Step 2: Cast your vote electronically and join the AGM virtually on NSDL e-Voting system.

- After successful login at Step 1, you will be able to see all the companies 'EVEN' in which you are holding shares and whose voting cycle and AGM is in active status.
- Select 'EVEN' of Honeywell Automation India Limited i.e., 139844 to cast your vote during the

remote e-Voting period or casting your vote during the AGM. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
- Upon confirmation, the message 'Vote cast successfully' will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the Resolutions, you will not be allowed to modify your vote.

General Guidelines for shareholders to vote electronically during the remote e-Voting period or joining the AGM virtually & e-voting during the AGM

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. to the Scrutinizer by email to amruta@bokilandpunde.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
- Members are encouraged to join the Meeting through Laptops for better experience. Further, Members will be required to allow Camera and use Internet with a good

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speed to avoid any disturbance during the meeting. It is recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of network glitches.

- Any person holding shares in physical form and nonindividual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details | Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system."
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com. Individual Shareholders holding securities in demat mode with NSDL may contact NSDL Helpdesk by sending a request at evoting@nsdl.com or call on: 022 - 4886 7000 / 022 - 2499 7000. Individual Shareholders

holding securities in demat mode with CDSL may contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com.

Registration as speaker shareholder:

- Members are encouraged to submit their questions with regard to the financial statements or any other matter to be placed at the 42nd AGM from their registered e-mail address, mentioning their name, DP ID and Client ID/Folio No. and mobile no. in advance at HAIL.InvestorServices@Honeywell.com on or before 5.00 p.m. (IST) on Wednesday, July 22, 2026. Such questions by the Members shall be suitably replied to by the Company during the AGM.
- Members who would like to express their views/ ask questions as a speaker at the Meeting may preregister themselves by sending a request from their registered e-mail address mentioning their Name, DP ID and Client ID/Folio No., PAN and Mobile No. at HAIL.InvestorServices@Honeywell.com on or before 5.00 p.m. (IST) on Wednesday, July 22, 2026.
- Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

Directors' Report

Dear Members,

The Directors hereby present the 42nd Annual Report of the Company along with the Audited Financial Statements for the Financial Year ended March 31, 2026.

Financial Performance

Key highlights of financial performance of the Company for the Financial Year 2025-26 are provided below:

(₹ in millions)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025	Year on Year Change
Sales & Other Income	48,609	43,717	4,892
Operating profit	7,845	7,667	178
Less: Finance Cost	97	67	30
Less: Depreciation	537	544	(7)
Less: Exceptional Item	123	-	123
Profit before tax for the year	7,088	7,056	32
Less: Income tax and deferred tax expenses	1,838	1,820	18
Profit after tax for the year	5,250	5,236	14
Profit brought forward from the previous year *	38,087	33,784	4,303
Profit available for appropriations *	43,346	38,971	4,375
Dividend	928	884	44
Balance carried forward	42,418	38,087	4,331

* Includes OCI on remeasurements of the defined benefit plans.

Sales and Other Income registered an increase of 11.2%, Profit before tax is 15.1% of revenue from operations as compared to 16.8% in the previous year. Exports revenue increased over previous year by 5.1%.

DIVIDEND

The Board, at its meeting held on May 20, 2026, has recommended payment of final dividend at ₹110/- per equity share, i.e. at the rate of 1,100 % of the face value of ₹10/- each for FY 2025-26. (Previous Year: ₹105/- per equity share). The dividend, if approved by the Members at the ensuing Annual General Meeting, will result in a total cash pay-out of ₹973 Million. The Company is in compliance with its Dividend Distribution Policy as approved by the Board.

The closing balance of the retained earnings of the Company for FY 2025-26, after all appropriation and adjustments was ₹42,418 Million. Pursuant to Section 134 (3)(j) of the Act, there is no amount to be transferred to reserves during the period under review.

OPERATIONS

The Management Discussion and Analysis annexed herewith provides full details of operational performance and business analysis of the Company.

INDUSTRY OUTLOOK

The details regarding Industry Outlook are given in the Management Discussion and Analysis, which forms a part of this Annual Report.

HONEYWELL ACCELERATOR

Honeywell Accelerator is the Company's best-in-class operating system. The content is Honeywell-specific and it offers a framework and toolkit that enables us to get work done faster and smarter, and helps achieving the best business practices as listed below:

- Revitalizing our Operating System to drive a sustainable advantage.
- Revitalized operating system for how we manage and govern the business.
- Includes employee resources like standard tools, processes and playbooks.
- Removes barriers to execution and improves speed.
- Areas of benefits include innovation and product development, integrated supply chain, customer service