Honeywell

Honeywell Automation India Limited

53,54,56 & 57, Hadapsar Industrial Estate,
Pune-411013 (India)

Tel. : 91-20-66039400
Fax : 91-20-66039800

www.honeywellautomationindia.com

November 21, 2012

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East)

Dear Sirs,

We enclose herewith a copy of the letter dated November 21, 2012 received from Honeywell Asia Pacific Inc, the promoter shareholder of our Company.

We request you to take the information on record.

Thanking you.

Yours truly,
For Honeywell Automation India Limited

Padve

Sneha Padve
Company Secretary

Honeywell Asia Pacific Inc.
101 Columbia Road
Morristown, NJ 07962-2245

Honeywell

November 21, 2012

Ms. Sneha Padve
Company Secretary
Honeywell Automation India Limited
56 & 57, Hadapsar Industrial Estate
Pune: 411 013
India

Dear Ms. Padve,

We understand that under the terms of the Securities Contracts (Regulations) Rules, 1957 (the "**SCRR Rules**"), Honeywell Automation India Limited ("**HAIL**") is required to increase its public shareholding to at least 25% by June 3, 2013. The current public shareholding of HAIL is 18.76%.

This is to inform you that, subject to receipt of relevant regulatory approvals and market conditions, and in order to comply with the minimum public shareholding requirement of 25% in terms of the SCRR Rules, Honeywell Asia Pacific Inc., intends to reduce, in due course, its shareholding in HAIL through an 'offer(s) for sale' on the stock exchanges in one or more tranches in accordance with the SEBI Circular (CIR/MRD/DP/18/2012) dated July 18, 2012 ("**OFS**").

You are requested to take note of the above.

Yours Sincerely,

John J. Tus
President
Honeywell Asia Pacific Inc.

Copy to:
Mr. Anant Maheshwari,
Managing Director

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