



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>

August 5, 2024

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: Summary of Proceedings of the 40<sup>th</sup> Annual General Meeting (“AGM”) of Honeywell Automation India Limited (“the Company”) held on Monday, August 5, 2024**

**Ref: Regulations 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

Please be informed that the 40<sup>th</sup> AGM of the Company was held on Monday, August 5, 2024 at 4.00 p.m. (IST) through Video Conference (“VC”) to transact the business as stated in the Notice dated May 15, 2024 convening the 40<sup>th</sup> AGM.

Summary of the proceedings of the 40<sup>th</sup> AGM of the Company as required under Regulation 30 read with Para A of Schedule – III of the SEBI Listing Regulations is enclosed herewith as an **Annexure**.

The AGM concluded at 5:36 p.m. (IST)

The video recording of the proceedings of the AGM 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**

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**Indu Daryani**  
**Company Secretary and Compliance Officer**  
FCS No. 9059  
Address: 56 & 57, Hadapsar Industrial Estate, Pune - 411 013

### Summary of proceedings of the 40<sup>th</sup> Annual General Meeting (“AGM”) of the Company

The 40<sup>th</sup> Annual General Meeting (“AGM” or “Meeting”) of the Members of Honeywell Automation India Limited (“the Company”) was held on Monday, August 5, 2024 at 4:00 p.m. (IST) through Video Conferencing (“VC”) facility / Other Audio Visual Means (“OAVM”). The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”).

Mr. Ganesh Natarajan - Independent Director and Non-Executive Chairman of the Board, chaired the Meeting and was present at a common venue along with Mr. Atul Pai - Managing Director and Chairman of the Corporate Social Responsibility Committee and the Risk Management Committee, Mr. Pulkit Goyal - Chief Financial Officer and Ms. Indu Daryani - Company Secretary. The requisite quorum being present, the Chairman called the Meeting to order.

All the other Directors attended the Meeting on VC viz. Ms. Neera Saggi - Independent Director and Chairperson of the Nomination and Remuneration Committee, Mr. Ashish Modi – Non-Executive Director and Chairman of the Stakeholders’ Relationship Committee, Mr. Brian Rudick - Non-Executive Director and Mr. Thaj Mathew - Non-Executive Director of the Company.

Representatives of the Statutory Auditors, the Secretarial Auditors, the Scrutinizer and the Internal Auditor were also present at the meeting through VC.

The Chairman placed on record appreciation of the valuable contribution made by Mr. Ashish Gaikwad, Managing Director of the Company, during his tenure with the Company.

Ms. Indu Daryani, Company Secretary, welcomed the Members to the Meeting and briefed them on points relating to participation at the Meeting through VC. Electronic copies of the Registers as required under the Companies Act, 2013 and other relevant documents referred to in the Notice of the AGM were made available for inspection. Since there was no physical attendance of Members, the requirement of appointing proxies was not applicable. She also informed that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited (“NSDL”) system before the Meeting and that the remote e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting.

With the consent of the Members, the Notice of the Meeting was taken as read. The Members were informed that the Statutory Auditors’ Report and Secretarial Audit Report did not have any qualifications. The Chairman made his opening remarks covering Company’s performance and general outlook on the economy.

Mr. Atul Pai, Managing Director, made a presentation to the shareholders including the Company’s Strategic priorities, Health, Safety and Environment, the Company’s CSR program charter for FY 23-24, rewards and recognitions and business updates.

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company. The Members were given an opportunity to speak in the order in which they had registered their names. The Managing Director and the Chief Financial Officer appropriately responded to the queries/suggestions raised by them.

The Chairman then authorized the Company Secretary to carry out the voting process, conclude the Meeting and declare the consolidated e-voting results. The Chairman informed the Members that the



combined results of the remote e-voting before and during the AGM would be announced within the stipulated time frame and the results alongwith the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the SEBI Listing Regulations and would be placed on the websites of the Company and NSDL, respectively.

The Chairman then thanked the Members for their continued support and for attending and participating at the Meeting.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process the Company Secretary declared the Meeting as concluded. The Scrutinizer's Report was received after conclusion of the Meeting on August 5, 2024. All the Resolutions, listed below, were declared as passed with requisite majority:

Item No.	Details of the Agenda	Resolution required (Ordinary / Special)	Mode of Voting
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	Remote e-voting before / during the AGM
2.	To declare a final dividend of Rs. 100/- (Rupees One Hundred Only) per equity share for the Financial Year 2023-24.	Ordinary	
3.	To appoint a Director in place of Mr. Ashish Modi (DIN: 07680512), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	
4.	Appointment of Mr. Atul Pai (DIN: 02704506) as the Managing Director of the Company for a term of 5 (five) years with effect from May 16, 2024 up to May 15, 2029 (both days inclusive),	Ordinary	
5.	Appointment of Mr. Thaj Mathew (DIN: 07425690) as a Non-Executive Director of the Company w.e.f. May 16, 2024	Ordinary	
6.	Commission payable to Dr. Ganesh Natarajan (DIN:00176393), Independent Director, Non-Executive Chairman - Board	Special	
7.	Material Related Party Transactions of the Company with Honeywell International Inc., Ultimate Holding Company, for an aggregate value not exceeding Rs. 7,700 million during the Financial Year 2024-25	Ordinary	
8.	Material Related Party Transactions of the Company with Honeywell Measurex (Ireland) Limited, a fellow subsidiary of the Company, for an aggregate value not exceeding Rs. 6,500 million during the Financial Year 2024-25	Ordinary	
9.	Ratification of Cost Auditor's Remuneration for the Financial Year ending March 31, 2025	Ordinary	

For **Honeywell Automation India Limited**

**Indu Daryani**

**Company Secretary and Compliance Officer**

FCS No. 9059

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