

# Honeywell

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>

December 20, 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: Notice of Postal Ballot

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

Pursuant to Regulation 30 of the SEBI Listing Regulations, please find enclosed herewith a copy of the Notice of Postal Ballot ('Notice') of Honeywell Automation India Limited ('the Company') dated December 20, 2024, along with the Statement pursuant to the applicable provisions of the Companies Act, 2013 read with the SEBI Listing Regulations, seeking approval of the Members of the Company to transact the special business as set out hereunder, by way of postal ballot, by voting through electronic means only ('remote e-voting').

Item No.	Resolution for	Type of Resolution
1.	Appointment of Mr. Pedro Thena Garrote (DIN: 10741347) as a Non-Executive Director of the Company	Ordinary
2.	Appointment of Mr. Robert David Mailloux (DIN: 10859792) as a Non-Executive Director of the Company	Ordinary

In compliance with the MCA Circulars, this Notice is being sent by Honeywell Automation India Limited ('the Company' / 'HAIL') through electronic mode alone to those Members whose email addresses are registered with the Company/ the Company's Registrar and Transfer Agent – Link Intime India Private Limited ('RTA')/Depositories, as on **Friday, December 13, 2024 ('Cut-Off date')**. The Company has made arrangements with the RTA for Members to register their email address. Those Members who have not yet registered their email address are requested to register the same by following the procedure set out in the Notes to this Notice.

The Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-voting facility to its Members and accordingly, the communication of assent or dissent of the Members would only take place through the remote e-voting system. **The remote e-voting shall commence on Sunday, December 22, 2024 at 9:00 a.m. (IST) and shall end on Monday, January 20, 2025 at 5:00 p.m. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off date. The instructions for remote e-voting are provided in the Notes to Notice.

Members whose email addresses are not registered with the Company / Depository Participants, to receive the Notice, may register their email address with the RTA on or before **5:00 p.m. (IST) on Monday, January 13, 2025**. The process for registration of email address is also provided in the enclosed Notice.

The said Notice is also being made available on the website of the Company at <https://www.honeywell.com/in/en/hail> and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

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

Enclosure: As above

## 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](mailto:India.Communications@Honeywell.com)

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

### NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended]

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
Sunday, December 22, 2024 at 9:00 a.m. (IST)	Monday, January 20, 2025 at 5:00 p.m. (IST)

**Cut-Off date: Friday, December 13, 2024**

Dear Member(s),

NOTICE IS HEREBY GIVEN pursuant to the provisions of Sections 108, 110, 152 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] read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), Regulation 44 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the applicable requirements prescribed and the Circulars issued by the Ministry of Corporate Affairs ('MCA') for conduct of postal ballot process through remote e-voting *vide* General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 (collectively 'MCA Circulars'), to transact the special business as set out hereunder, by way of postal ballot, by voting through electronic means only ('remote e-voting').

Pursuant to Sections 102, 110 and other applicable provisions of the Act, the statement pertaining to the said Resolutions setting out the material facts and the reasons/rationale thereof are annexed and forms part of this Postal Ballot Notice ('Notice').

In compliance with the MCA Circulars, this Notice is being sent by Honeywell Automation India Limited ('the Company' / 'HAIL') through electronic mode alone to those Members whose email addresses are registered with the Company/ the Company's Registrar and Transfer Agent – Link Intime India Private Limited ('RTA')/Depositories, as on the Cut-Off Date. The Company has made arrangements with the RTA for Members to register their email address. Those Members who have not yet registered their email address are requested to register the same by following the procedure set out in the Notes to this Notice.

Further, in compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-voting facility to its Members, to enable them cast their vote on the Resolutions electronically. The communication of the assent or dissent of the Members on the Resolution will take place through the remote e-voting system only. The instructions for remote e-voting are provided in the Notes to this Notice.

The Board of Directors of the Company ('Board') has appointed Ms. Amruta Rajarshi (Membership No. 8957 and CP No. 10411), Partner at Bokil Punde and Associates, Practicing Company Secretaries, to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner.

After completion of scrutiny of the votes cast, the Scrutinizer will submit her report to the Company. The results declared, along with the Scrutinizer's Report, shall be announced by the Company within the stipulated timelines. The Scrutinizer's decision on the validity of votes cast will be final.

The said Results along with the Scrutinizer's Report will be placed on the Company's website at <https://www.honeywell.com/in/en/hail>, the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and shall also be communicated to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE Limited ('BSE') and The National Stock Exchange of India Limited ('NSE') and be made available on their respective websites viz. [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com). The results shall also be displayed on the Notice Board at the Registered Office of the Company.

## **SPECIAL BUSINESS:**

### **1. Appointment of Mr. Pedro Thena Garrote (DIN: 10741347) as a Non-Executive Director of the Company**

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

**"RESOLVED THAT** based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 ('Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended, Mr. Pedro Thena Garrote (DIN: 10741347) who was appointed as an Additional Director (Non-Executive, Non-Independent) of Honeywell Automation India Limited ('the Company') w.e.f. October 29, 2024 by the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retirement by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to the aforesaid Resolution."

### **2. Appointment of Mr. Robert David Mailloux (DIN: 10859792) as a Non-Executive Director of the Company**

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

**"RESOLVED THAT** based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 ('Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended, Mr. Robert David Mailloux (DIN: 10859792) who was appointed as an Additional Director (Non-Executive, Non-Independent) of Honeywell Automation India Limited ('the Company') w.e.f. December 20, 2024 by the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retirement by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to the aforesaid Resolution."

## NOTES:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 setting out the material facts relating to the aforesaid Resolutions and the relevant details of the Directors seeking appointment as required under Regulation 36(3) of the SEBI Listing Regulations and SS-2 is annexed hereto and forms part of this Notice.
2. In compliance with the MCA Circulars, the Company is sending this Notice in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received from Link Intime India Private Limited, the Company's Registrar and Transfer Agent ('RTA')/Depositories as on Friday, December 13, 2024 ('Cut-Off date') and whose email addresses are registered with the Company/RTA/Depository Participants (in case of electronic shareholding) or who will register their email address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-Off date.
3. A copy of this Postal Ballot Notice is also available on the website of the Company at <https://www.honeywell.com/in/en/hail>, the relevant section of the website of BSE at [www.bseindia.com](http://www.bseindia.com) and NSE at [www.nseindia.com](http://www.nseindia.com).
4. In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, the Company has engaged the services of NSDL to provide remote e-voting facility to its Members, to enable them to cast their vote on the aforesaid Resolutions electronically. Please refer the instructions for remote e-voting given at Annexure-2 to this Notice. A Member shall only avail this facility as per the instructions provided herein.
5. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their vote through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only.

It is however clarified that, all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company / RTA / Depositories) shall be entitled to vote in relation to the Resolutions in accordance with the process specified in this Notice.

6. The remote e-voting shall commence on **Sunday, December 22, 2024 from 9:00 a.m. IST and shall end on Monday, January 20, 2025 at 5:00 p.m. IST**. During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for e-voting thereafter. Once the vote on the Resolutions is cast by the Member, the Member shall not be allowed to change it subsequently.
7. The voting for this Postal Ballot cannot be exercised through proxy.
8. Process for Registration of email addresses:

8.1. Registration of email address with RTA for receiving Notice and to cast vote electronically:

To facilitate the Members receive this Notice electronically, the Company has made special arrangements with Link Intime India Private Limited – the Company's Registrar and Share Transfer Agent ('RTA') for registration of e-mail addresses of those Members (holding shares either in electronic or physical form) who wish to receive this Notice electronically and cast vote electronically. Eligible Members whose email addresses are not registered with the Company/Depository Participants ('DPs') are required to provide the same to RTA on or before 5.00 p.m. IST on Monday, January 13, 2025.

8.2. Process to be followed for registration of email address (for shares held in physical form or in electronic form):

- a. Visit the link [https://liiplweb.linkintime.co.in/EmailReg/Email\\_Register.html](https://liiplweb.linkintime.co.in/EmailReg/Email_Register.html)
- b. Select the Name of the Company from dropdown: Honeywell Automation India Limited
- c. 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.
- d. System will send OTP on mobile number and email ID.
- e. Enter OTP received on mobile number and email ID.
- f. The system will then confirm the email address for the limited purpose of service of Postal Ballot Notice.

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 Securities and Exchange Board of India ('SEBI').

After successful submission of the e-mail address, NSDL will e-mail a copy of this Notice along with the e-voting user ID and password. In case of any queries, Members may write to [evoting@nsdl.com](mailto: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.

9. Non-individual Members (i.e., Institutional / Corporate Members) intending to vote through their authorized representatives are requested to send a scanned copy (in JPEG/PDF format) of the duly certified Board Resolution authorizing their representative(s) to vote on their behalf, pursuant to Section 113 of the Act, to the Scrutinizer at [amruta@bokilandpunde.in](mailto:amruta@bokilandpunde.in) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com).
10. The Resolutions, if passed with requisite majority, shall be deemed to have been passed on the last date specified for remote e-voting, i.e., **Monday, January 20, 2025**, and as if they have been passed at a general meeting of the Members.
11. Relevant documents referred to in the Notice shall be made available for inspection electronically to the Members in accordance with the applicable statutory requirements based on the requests received at [HAIL.InvestorServices@honeywell.com](mailto:HAIL.InvestorServices@honeywell.com) mentioning their name, Folio No./ DP ID and Client ID, during the remote e-voting period.

Registered Office:  
56 & 57, Hadapsar Industrial Estate,  
Pune - 411 013  
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Website: <https://www.honeywell.com/in/en/hail>  
CIN: L29299PN1984PLC017951

By Order of the Board of Directors  
For Honeywell Automation India Limited

Indu Daryani  
Company Secretary  
FCS No. 9059  
Pune, December 20, 2024

**EXPLANATORY STATEMENT****[Pursuant to Sections 102 and 110 of the Companies Act, 2013]**

The following Statement sets out the material facts relating to the Special Business mentioned under Item Nos. 1 and 2 of the accompanying Notice.

**Item No. 1: Appointment of Mr. Pedro Thena Garrote (DIN: 10741347) as a Non-Executive Director of the Company**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company appointed Mr. Pedro Thena Garrote (DIN: 10741347) as an Additional (Non-Executive Non-Independent) Director of the Company w.e.f. October 29, 2024, subject to approval of the Members.

Pursuant to Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, appointment of Mr. Pedro Thena Garrote is subject to approval by the shareholders of the Company within a time period of three months from the date of appointment. It is therefore proposed to obtain the approval of shareholders by way of Postal Ballot. The Company has, in terms of Section 160 of the Companies Act 2013, received a notice in writing from a Member proposing his candidature for the office of Director. Mr. Pedro Thena Garrote's appointment as a Director of the Company shall be liable to retirement by rotation.

Mr. Pedro Thena Garrote has provided his declaration to the Board that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to Circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies and is eligible to be appointed as a Director in terms of Section 164 of the Companies Act, 2013. He has also given his consent to act as a director.

A brief profile of Mr. Pedro Thena Garrote and disclosures required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings are provided in Annexure-1 to this Notice.

Given his experience, the Board considers it desirable and in the interest of the Company to appoint Mr. Pedro Thena Garrote on the Board of the Company and accordingly the Board recommends appointment of Mr. Pedro Thena Garrote as a Non-Executive Director as proposed in the Resolution set out at Item No. 1, for approval by the Members, by way of an Ordinary Resolution.

Except for Mr. Pedro Thena Garrote 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 No. 2: Appointment of Mr. Robert David Mailloux (DIN: 10859792) as a Non-Executive Director of the Company**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company appointed Mr. Robert David Mailloux (DIN: 10859792) as an Additional (Non-Executive Non-Independent) Director of the Company w.e.f. December 20, 2024, subject to approval of the Members.

Pursuant to Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, appointment of Mr. Robert David Mailloux is subject to approval by the shareholders of the Company within a time period of three months from the date of appointment. It is therefore proposed to obtain the approval of shareholders by way of Postal Ballot. The Company has, in terms of Section 160 of the Companies Act 2013, received a notice in writing from a Member proposing his candidature for the office of Director. Mr. Robert David Mailloux's appointment as a Director of the Company shall be liable to retirement by rotation.

Mr. Robert David Mailloux has provided his declaration to the Board that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to Circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies and is eligible to be appointed as a Director in terms of Section 164 of the Companies Act, 2013. He has also given his consent to act as a director.

A brief profile of Mr. Robert David Mailloux and disclosures required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings are provided in Annexure-1 to this Notice.

Given his experience, the Board considers it desirable and in the interest of the Company to appoint Mr. Robert David Mailloux on the Board of the Company and accordingly the Board recommends appointment of Mr. Robert David Mailloux as a Non-Executive Director as proposed in the Resolution set out at Item No. 2, for approval by the Members, by way of an Ordinary Resolution.

Except for Mr. Robert David Mailloux 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.

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Website: <https://www.honeywell.com/in/en/hail>  
CIN: L29299PN1984PLC017951

By Order of the Board of Directors  
For Honeywell Automation India Limited

Indu Daryani  
Company Secretary  
FCS No. 9059  
Pune, December 20, 2024

**ANNEXURE-1**

**DETAILS PURSUANT TO REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND THE SECRETARIAL STANDARD ON GENERAL MEETINGS**

<b>Details</b>	<b>Mr. Pedro Thena Garrote ('Pedro')</b>	<b>Mr. Robert David Mailloux ('Rob')</b>
Director Identification Number (DIN)	10741347	10859792
Date of Birth / Age	October 29, 1975 / 49 years	December 28, 1967 / 57 years
Date of first appointment on the Board	October 29, 2024	December 20, 2024
Education Qualification	Master's degree in economics from the University of Seville and an Exec. MBA degree in Finance Management from the IE Business School of Madrid.	Graduate with a BS in accounting from Virginia Tech and a Certified Public Accountant.
Experience (including expertise in specific functional areas) / Brief Resume	<p>Pedro has over 24 years of extensive finance and management experience gained through roles of increasing responsibility across multiple Companies in EMEA and US, including Audit, Advisory and Finance Management. He joined Honeywell in 2006 from KPMG UK where he was working as Executive Advisor for the London office in Risk Advisory Services.</p> <p>Currently Pedro is the VP of Finance for HPS (Honeywell Process Solutions) Business, a \$3.5B Strategic Business Unit of Honeywell with Headquarters in Houston, USA. Pedro leads a diverse finance team covering 100+ entities across the globe, providing financial leadership to achieve top line growth and margin expansion and transforming Finance in a state-of-the-art business driver.</p> <p>Pedro lives in Houston, Texas. Outside work, Pedro enjoys being with his family the most, also running and trying new foods and drinks from all over the world. He is a big Real Madrid fan too, as is the rest of the family.</p>	<p>Rob joined Honeywell in 2019. He leads a large global team responsible for financial reporting, accounting policy, global finance center operations, Statutory Reporting, SOX compliance and financial systems. Since joining Honeywell, he has led several large efforts including optimizing our global finance center operations, advancing our use of robotic process automation, maturing our business resiliency model, restructuring global controllership team to enable better career progression, and deploying new global accounting platforms within our finance systems roadmap. He also interacts with SEC on technical accounting issues.</p> <p>Prior to Honeywell, Rob served as the Corporate Controller and Principal Accounting Officer of Freddie Mac. He led a large team responsible for financial reporting, accounting policy, SOX compliance and financial systems. During his tenure at Freddie Mac, Rob led several large efforts including SEC registration, initial SOX compliance, 10K/10Q simplification and redesign of an enterprise risk management framework (including adoption of "3 lines of defense" model). He frequently interacted with SEC on technical accounting issues. Rob was the Interim Corporate Controller during the 2008 mortgage crisis, leading the controllership team during that difficult period.</p>



		Rob began his career in the audit practice at Arthur Andersen. His audit clients included several Fortune 100 clients in Hospitality and Financial Services. During his tenure at Arthur Andersen, he helped audit clients with IPOs, debt and equity offerings, acquisitions, and spin-offs. He also worked with private equity firms and on acquisitions.
Directorship held in other Companies (including other listed companies but excluding foreign companies)	Nil.	Nil.
Membership/ Chairpersonship of Committees across Companies (including listed companies but excluding Foreign Companies)	Nil.	Member in Audit Committee of Honeywell Automation India Limited w.e.f. December 20, 2024.
Relationship with other Directors / Key Managerial Personnel	Not related to any Director/Key Managerial Personnel of the Company.	Not related to any Director/Key Managerial Personnel of the Company.
No. of shares held in the Company either by self or as a beneficial owner	Nil.	Nil.
No. of board meetings attended during FY 24-25	1:1 (on October 29, 2024)	Not Applicable.
Terms and Conditions of appointment	As per the Ordinary Resolution set forth at Item No. 1 of this Notice, read with the Explanatory Statement thereto.	As per the Ordinary Resolution set forth at Item No. 2 of this Notice, read with the Explanatory Statement thereto.
Name of the listed entities from which the person has resigned in the past three years	Nil.	Nil.
Remuneration last drawn & sought to be paid	Nil.	Nil.

**ANNEXURE-2****INSTRUCTIONS FOR REMOTE E-VOTING****Step 1: Login to NSDL e-voting website****A. FOR INDIVIDUAL MEMBERS HOLDING SHARES IN DEMAT MODE****A1. For Individual Members holding shares in demat mode with NSDL:**

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

- Visit the e-Services website of NSDL at [https:// eservices.nsd.com](https://eservices.nsd.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 during the remote e-Voting period.

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.nsd.com> and selecting 'Register Online for IDeAS' or by using the URL: <https://eservices.nsd.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.nsd.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 during the remote e-Voting period.

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](http://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.
- 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 during the remote e-Voting period.

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](http://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 below-mentioned steps:

- Visit the CDSL website at [www.cdslindia.com](http://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 during the remote e-Voting period.

**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 during the remote e-Voting period.

**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.nsd.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 i.e. Cast your vote electronically.

**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 132451 then user ID is 132451001\*\*\*
- 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 during the remote e-Voting period.

**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](http://www.evoting.nsdl.com).
- Physical User 'Reset Password?' (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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 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.
- Select 'EVEN' of Honeywell Automation India Limited i.e., 132451 to cast your vote during the remote e-Voting period.
- 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

- 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](mailto:amruta@bokilandpunde.in) with a copy marked to [evoting@nsdl.com](mailto: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](http://www.evoting.nsdl.com) to reset the password.
- 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](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

## Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login Type	Helpdesk Details
Individual Shareholders holding securities in demat mode with NSDL.	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000.
Individual Shareholders holding securities in demat mode with CDSL.	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911.