

Honeywell International Inc.

2022 Annual Shareowners Meeting – Additional Q&A

Honeywell International Inc. held its 2022 Annual Shareowners Meeting on April 25, 2022. Following the meeting, our Chairman and Chief Executive Officer, Darius Adamczyk, held a question and answer session to respond to questions submitted in writing by shareowners. Questions of general concern to all shareowners that were not answered during the allotted time, along with the Company's responses, are set forth below.

Q: *Would you consider increasing the time that shareowners have to vote during the annual meeting to 1 minute?*

A: Yes, in any potential future virtual Annual Meetings of Shareowners we will leave the polls open for 1 minute during the meeting.

Q: *What corporate citizenship initiatives is Honeywell promoting to aid the people of Ukraine? Is Honeywell prepared for heightened cybersecurity threats due to the war in Ukraine?*

A: In response to the Russian invasion of Ukraine, on March 9, 2022, we suspended substantially all of our sales, distribution, and service activities in Russia and Belarus. During March 2022, we created a Ukraine Relief Fund, allowing employees to make donations to support organizations that are providing direct assistance to Ukrainians and those that are assisting them in the midst of this humanitarian crisis. Through March 31, 2022, employee contributions to this fund, along with the Company match, exceeded \$1 million. To further support employees in the impacted region, we accelerated payroll payments to those affected by the conflict and the suspension of our operations.

Honeywell constantly evaluates cybersecurity threats through open and closed source intelligence and remains vigilant in securing our products to protect our customers.

Q: *Have there been share buybacks in the last 12 months and how much? How much do you anticipate in share buybacks for the year ahead?*

A: In 2021, Honeywell spent \$3.4 billion on share repurchases reducing our weighted average share count by 1.5%. At our investor day in March 2022, we committed to buy back at least \$4 billion in shares in 2022.

Q: *The Board's recommendations against all shareholder proposals could be seen as implying that there is an unwillingness to meet challenges posed by climate change and other pertinent social and global risks. How can Honeywell be leading with policies and programs rather than resisting to address such challenges?*

A: The Board's recommendation against those proposals should not be viewed as resistance to meet climate change or other challenges. To the contrary, as evidenced by the robust and responsive reports we published with respect to the Climate Lobbying Report and Environmental and Social Due Diligence proposals, we substantially complied with the requests in those proposals. Additionally, Honeywell is one of the few companies that is delivering on its promises related to climate change. We have a long track record of meeting our targets - we have reduced our greenhouse gas (GHG) intensity by more than 90% over the past 17 years. In

April 2021, we pledged to become carbon neutral in our operations and facilities by 2035—and we are on track to get there.

Honeywell recently announced a new set of commitments that further advance its sustainability goals. The new pledges include a commitment to develop a science-based target with the Science Based Targets initiative (SBTi) that includes scope 3 emissions and participation in the U.S. Department of Energy's Better Climate Challenge. The company also supports the Paris Climate Agreement.

Q: *Would Honeywell consider an independent impact assessment on human rights?*

A: At Honeywell, we are committed to supporting human and workplace rights in our global operations and supply chain. We believe that workers should be treated with fairness, dignity, and respect, and we seek to ensure that every employee has a voice in our workplace. Honeywell directors, officers, and employees have a responsibility to report any circumstance that may involve a violation of this policy, and may do so anonymously. Honeywell personnel and third parties may report concerns through Honeywell's ACCESS Integrity Helpline. We invite you to read our [Human Rights Policy](#) posted at www.honeywell.com for additional information.

Q: *When can we expect the integration of your sustainability priorities into your executive remuneration as standalone metrics?*

A: We consider progress against ESG priorities and other non-financial goals when determining the 20% qualitative portion of the annual incentive compensation plan (ICP) for our senior executives, including sustained achievement of public ESG goals, improving sustainability of Company operations, and advancing key I&D initiatives. We disclose many of these items in the individual qualitative considerations listed in the ICP section of the proxy statement. As we continue to see a meaningful commitment by our leadership, and measurable progress in our sustainability-linked initiatives, we believe this approach to be working well for Honeywell. That said, we routinely review the effectiveness of our compensation programs and consider design options, including other approaches to integrating ESG priorities.

Q: *Please provide an example of Honeywell solving a supply chain problem.*

A: A variety of examples of how Honeywell helps solve supply chain problems are available on our [Honeywell Intelligrated website](#).

Q: *Being involved with controversial weapons may expose companies like Honeywell to public scrutiny and reputational risks. Given the recent conflict in Europe, have you placed higher scrutiny to make sure that products do not end up in the hands of unintended recipients?*

A: To be clear, Honeywell does not make chemical weapons, biological weapons, anti-personnel landmines, cluster munitions, nuclear warheads, or nuclear missiles. Honeywell makes components or systems (primarily inertial measurement units and guidance systems) that are designed, or that undergo certification or other qualification requirements, for use on offensive missiles or munitions, and we also offer corresponding services. Honeywell conducts its sales activities in accordance with all applicable laws, including all applicable export and sanctions laws, rules, and regulations.

Q: *Why did you adjust the FY2019-FY2021 long term incentive plan award weighting for executives this year?*

A: The 2019-2021 performance plan modification was made to correct a pay-for-performance disconnect caused by the extraordinary and severe impacts of the COVID-19 global pandemic on the Company (note that, even after the adjustment, the plan still paid out below target and pay remained aligned with performance). The Company has stated that, in the absence of pandemic-driven disruption of key end markets (e.g., Aerospace, Energy, Buildings), this plan modification would not have been considered. Please refer to the 2022 Proxy Statement for a robust and detailed discussion of the rationale for this plan modification as well as the due diligence, potential actions, and contextual factors that influenced the Board's decision to make these adjustments.

Q: *How do you ensure adequate diversity of experience, skills, and opinion among the members of the Board?*

A: In addition to ensuring that director nominees possess the requisite skills and qualifications, the CGRC places an emphasis on ensuring that nominees demonstrate the right leadership traits, personality, work ethic, independence, and diversity of background to align with the Company's performance culture and long-term strategic vision.

The CGRC is committed to enhancing both the diversity of the Board itself and the perspectives and values that are represented in Board and committee meetings. In 2021, the CGRC formally adopted a requirement to interview diverse candidates prior to selecting new Board members.

In addition to diversity of personal characteristics and experiences, the CGRC believes that diversity of service tenures on the Honeywell Board also facilitates effective Board oversight. Directors with many years of service to Honeywell provide the Board with a deep knowledge of the Company, while newer directors lend fresh perspectives.

Q: *How does the Board identify director nominations?*

A: Potential director candidates meeting the criteria established by the Corporate Governance and Responsibility Committee (CGRC) and Lead Director are identified either by reputation, existing Board members or shareowners. The CGRC is also authorized, at the expense of Honeywell, to retain search firms to identify potential director candidates, as well as other external advisors, including for purposes of performing background reviews of potential candidates. Search firms retained by the CGRC shall be provided guidance as to the particular experience, skills, or other characteristics that the Board is then seeking. The CGRC may delegate responsibility for day-to-day management and oversight of a search firm engagement to the Chairman of the Board and/or Honeywell's Senior Vice President and Chief Human Resources Officer.

Q: *Are there director retirements expected in the next year?*

A: No, there are not any expected director retirements in the next year.

Q: *Have any of the Board committees named a new chairman in the last year?*

A: Yes, upon his re-election to the Board at the virtual Annual Meeting of Shareowners on April 25, 2022, William S. Ayer was appointed the chair of the Corporate Governance and Responsibility Committee.