

# Garrett Advancing motion



### Garrett is a cutting-edge technology provider that enables vehicles to become safer, more connected, efficient and environmentally friendly.

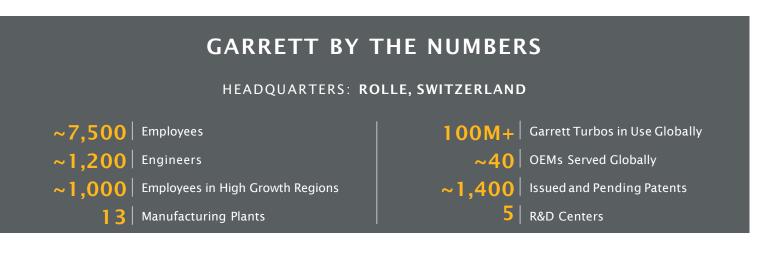
We lead the development of innovative and differentiated solutions which empower the transportation industry to redefine and further advance motion.



**Turbochargers** 

Electric Boosting

Automotive Software









#### GARRETT INVESTMENT HIGHLIGHTS

- Broad market and technology leader across all powertrain platforms in the rapidly growing global turbocharger industry
- World-class and low-cost global manufacturing footprint with a proven track record of operational excellence
- Strong, collaborative relationships with leading OEMs and robust global aftermarket platform
- Increasing turbocharger penetration to meet tougher emission requirements; benefitting from electrification and connected vehicle trends
- Attractive financial profile with high revenue visibility and clear plan for sustainable EBITDA and free cash flow growth



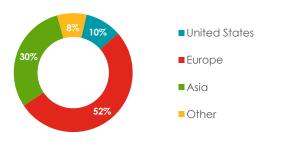
**REVENUE BY GEOGRAPHY** 

#### HISTORICAL REVENUE

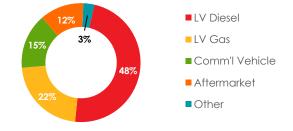
## \$614M \$544M 2015 2016 2017

Adjusted EBITDA is net income (loss) before asbestos and environmental expenses, non-operating expense, stock compensation expense, repositioning charges, interest, tax, depreciation and amortization. Adjusted EBITDA margin is adjusted EBITDA divided by net sales.

Adjusted EBITDA figures include F/X hedging (gains)/losses of (14M), 818M, and (867M) in 2017, 2016, and 2015, respectively



#### REVENUE BY PRODUCT LINE



#### HISTORICAL ADJUSTED EBITDA



## **LEADERSHIP TEAM** Upcoming Investor Day Presenters

- 60+ Years of Technology Leadership and Innovation
- Leadership Team Possesses Average 20+ Years Automotive Industry Experience
- Best-in-Class Supply Chain Capabilities, Deep Customer Relationships
- Garrett Well-Positioned to Remain a Driving Force in Vehicle Technologies



#### OLIVIER RABILLER PRESIDENT AND CHIEF EXECUTIVE OFFICER

- President and CEO of Honeywell Transportation Systems since July 2016, 16-year veteran of Honeywell Transportation Systems
- Former VP and GM of TS High Growth Regions, Business Development and Aftermarket business
- Holds an engineering degree from Ecole Centrale Nantes, and MBA from INSEAD; fluent in French, English, and Portuguese



#### ALESSANDRO GILI SENIOR VICE PRESIDENT AND CHIEF FINANCIAL OFFICER

- Former CFO at Ferrari with ~20 years experience in the automotive industry
- Managed and completed IPO and spin-off of Ferrari from Fiat Chrysler Automobiles in 2015 2016



#### CRAIG BALIS SENIOR VICE PRESIDENT AND CHIEF TECHNOLOGY OFFICER

- Former VP at Honeywell Transportation Systems' leading global engineering function
- Joined TS in 1997, named CTO in 2014; previously spent 7 years in Aerospace turbine engineering



#### THIERRY MABRU SENIOR VICE PRESIDENT, GLOBAL INTEGRATED SUPPLY CHAIN

- Oversees global end-to-end operations for Transportation Systems
- Previously Senior Director and Head of Global Advanced Manufacturing Engineering



## **KEY TOPICS**

#### Impact to Garrett Impact to Honeywell Share distribution ratio will be All Honeywell shareowners as of the announced closer to effective date record date will receive shares of Shareowner Garrett On track for completion at end of 3Q18 Items Honeywell intends to update its 2018 Garrett will be listed on the NYSE under full-year guidance after the Garrett the ticker GTX and Resideo spin-offs are complete Honeywell will receive one-time cash Will be established with sound capital structure in order to fund Garrett transfer from Garrett of ~\$1.6B from immediate cash needs, and to fund new debt Capital one-time cash transfer to Honeywell Proceeds expected to be used to pay Structure concurrent with the spin-off down debt and repurchase Honeywell Garrett is expected to have a highshares and yield credit rating Will evaluate regular cash dividend Dividend policy for shareowners through assessment of the capital needs of the Policy business and opportunities to retain future earnings for operations to fund future growth Honeywell's provisional charge Garrett recorded \$354M charge U.S. Tax incurred in 4Q17 will be adjusted by the related to mandatory transition tax (recorded in 4Q17) amount related to the spin-offs Reform Euro equivalent of ~\$350M of Legislation mandatory transition tax to be paid in installments by Garrett over 8 years Indemnification and Reimbursement Honeywell will retain labilities agreement covers the Bendix asbestos associated with indemnity agreement liability and certain environmental on its balance sheet liabilities Allows Honeywell to continue to Garrett will pay cash to Honeywell equal effectively manage the risk and to 90% of payment obligations (less 90% of Legacy remediation actions with world-class insurance and other Honeywell receipts operating system Liability relating to these liabilities), capped at \$175M in respect of each year (cap and Reduces ongoing expense and Indemnity payment amounts for full term will be improves cash flow by up to ~\$175M in converted to Euros based on exchange respect of any year Agreement rate shortly before distribution date) Indemnity structure allows continued effective management of claims by Honeywell and the cap mitigates future

uncertainty for Garrett management and

shareowners



#### ADDITIONAL INFORMATION

For additional information with respect to Garrett and the proposed spin-off, please refer to the Form 10 Registration Statement, as it may be further amended, on file with the Securities and Exchange Commission. The spin-off is subject to customary conditions and regulatory approvals, including final approval by Honeywell's board of directors. The financial information included in this document may not necessarily reflect Garrett's financial position, results of operations, and cash flows in the future or what Garrett's financial position, results of operations, and cash flows would have been had Garrett been an independent, publicly traded company during the periods presented.

This communication shall not constitute an offer of any securities for sale, nor shall there be any offer, sale or distribution of securities in any jurisdiction in which such offer, sale or distribution would be unlawful prior to appropriate registration or qualification under the securities laws of such jurisdiction.

#### FORWARD LOOKING STATEMENTS

This presentation contains "forward-looking statements" within the meaning of Section 21E of the Securities Exchange Act of 1934. All statements, other than statements of fact, that address activities, events or developments that we or our management intend, expect, project, believe or anticipate will or may occur in the future are forward looking statements. Although we believe forward-looking statements are based upon reasonable assumptions, such statements involve known and unknown risks, uncertainties, and other factors, which may cause the actual results or performance of the company to be materially different from any future results or performance expressed or implied by such forward-looking statements. Such risks and uncertainties include, but are not limited to those described in our Draft Registration Statement on Form 10 under the headings "Risk Factors" and "Cautionary Statement Concerning Forward-Looking Statements." You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this document. Forward looking statements are not guarantees of future performance, and actual results, developments and business decisions may differ from those envisaged by our forward-looking statements.

#### **NON-GAAP FINANCIAL MEASURES**

This presentation includes Adjusted EBITDA, Adjusted EBITDA Margin, and other financial measures not compliant with generally accepted accounting principles in the United States ("GAAP"). The Non-GAAP financial measures provided herein are adjusted for certain items as presented in the Non-GAAP Reconciliations and may not be directly comparable to similar measures used by other companies in our industry, as other companies may define such measures differently. Management believes that, when considered together with reported amounts, these measures are useful to investors and management in understanding our ongoing operations and in analysis of ongoing operating trends. Garrett believes that Adjusted EBITDA and Adjusted EBITDA Margin are important indicators of operating performance because they exclude the effects of income taxes, as well as the effects of financing and investing activities by eliminating the effects of interest and depreciation expenses and therefore more closely measures our operational performance. These metrics should be considered in addition to, and not as replacements for, the most comparable GAAP measure. For additional information with respect to our Combined Financial Statements, see our Form 10.



## **NON-GAAP RECONCILIATIONS**

#### Reconciliation of Net Income (Loss) to Adjusted EBITDA

(SM) Net income (loss) Net interest income Tax expense Depreciation EBITDA	12 months ended December 31, 2017 (\$983) (6) 1,349 64 \$424	12 months ended December 31, 2016 \$199 (9) 51 59 \$300	12 months ended <u>December 31, 2015</u> \$254 (8) 114 <u>64</u> \$424
Other operating expenses, net <sup>(1)</sup>	\$130	\$183	\$167
Non-operating expense, net <sup>(2)</sup>	1	3	10
Stock compensation expense <sup>(3)</sup>	15	12	10
Repositioning charges	20	<u>46</u>	<u>3</u>
Adjusted EBITDA	\$590	\$544	\$614

(1) On a going forward basis, pursuant to the Indemnification and Reimbursement Agreement, we expect to be responsible for 90% of Honeywell's asbestosrelated liability payments and accounts payable primarily related to Honeywell's legacy Bendix friction materials business in the United States, as well as certain environmental-related liability payments and accounts payable and non-United States asbestos-related liability payments and accounts payable, in each case related to legacy elements of the Business including the legal costs of defending and resolving such liabilities, less 90% of Honeywell's net insurance receipts and, as may be applicable, certain other recoveries associated with such liabilities. The amounts payable by the Company in respect of such liabilities arising in a given calendar year will be subject to a cap of \$175 million.

(2) Excludes net interest (income), pension expense, equity income of affiliates, and foreign exchange.

(3) Includes only non-cash expenses.

We define EBITDA as Net income (loss), including interest income, income taxes, depreciation & amortization. We believe this measure is useful to investors and management in understanding our ongoing operations and in analysis of ongoing operating trends.

We define Adjusted EBITDA as EBITDA, plus the sum of non-operating (income) expense, other expenses, net (which primarily consists of asbestos and environmental expenses), stock compensation expense, repositioning charges and foreign transaction losses (gains) on hedging instruments. We believe this measure is useful to investors and management in understanding our ongoing operations and in analysis of ongoing operating trends.

#### Calculation of Adjusted EBITDA Margin

	12 months ended
(\$M)	December 31, 2017
Adjusted EBITDA	\$590
÷ Net sales	\$3,096
Adjusted EBITDA margin %	19.1%
Net loss	(\$983)
÷ Net sales	\$3,096
Net loss margin %	(31.8%)

We believe this measure is useful to investors and management in understanding our ongoing operations and in analysis of ongoing operating trends.