



**CORPORATE TAX DEPT.**

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## **DISTRIBUTION OF SHARES IN CONNECTION WITH THE HONEYWELL SPIN-OFF OF THE AEROSPACE BUSINESS**

Honeywell International Inc. ("Honeywell"), a corporation organized under the laws of the State of Delaware, U.S.A., hereby certifies the following with respect to the restructuring transaction that resulted in the allocation of shares of Honeywell Aerospace Inc. ("Aerospace"), a corporation organized under the laws of the State of Delaware, U.S.A., to Honeywell shareholders on June 29, 2026.

### **1. Nature of the transaction**

Following approval from its Board of Directors on June 15, 2026, Honeywell executed, on June 29, 2026, a transaction that may be qualified as a partial demerger, consisting of:

- The contribution of a complete branch of activity to Aerospace;
- Honeywell's distribution of Aerospace shares issued in consideration for this contribution;
- The direct and proportional allocation of Aerospace shares to Honeywell shareholders, based on their equity stake.

Honeywell will continue its activities following the transaction and will retain other complete lines of business that will not be transferred, including Building Automation, Industrial Automation, Process Automation and Process Technology.

### **2. U.S. tax regime**

We certify that:

- The transaction was carried out in accordance with the applicable provisions of the Internal Revenue Code, including those governing transactions under Section 355 and Section 361;
- The transaction qualifies for U.S. tax neutrality such that there is no immediate taxation for Honeywell in respect of the contribution and no immediate taxation for shareholders in respect of the distribution of Aerospace shares.

### **3. Conditions required for the application of Article 115, 2 of the French Tax Code**

This transaction meets the following conditions:

- The contribution relates to a complete branch of activity;
- Honeywell will retain at least one complete business line after the completion of the transaction;
- The Aerospace shares will be allocated in proportion to the shareholders' rights in the capital of Honeywell;
- The allocation took place within a period of less than one year from the date on which the contribution was made.
- The transaction took place in the United States under a neutral tax regime.

This statement is issued:

- To enable shareholders who are tax residents of France to justify to the French tax authorities that they have complied with the conditions necessary for the application of the neutrality regime provided for in Article 115, 2 of the French Tax Code and the regime provided for in Article 210 A of the French General Tax Code for partial contributions of assets relating to an entire branch of activity;
- Based on the information available and the U.S. tax regulations applicable on the date of the transaction;
- Without prejudice to the individual tax obligations of each shareholder.

Jason Sieber

Vice President Global Tax

Date