

## **Finance Committee Charter**

The Finance Committee (the “Committee”) of the Board of Directors (the “Board”) of Resideo Technologies, Inc. (the “Company”) shall review this Charter on an annual basis and recommend any proposed changes to the Board for approval.

### **I. Composition**

The Committee shall be composed of three or more members of the Board.

The members of the Committee shall be approved by the Board on the recommendation of the Nominating and Governance Committee and may be removed by the Board at any time in the Board’s sole discretion. The Committee’s chairperson shall be designated by the Board or, if not so designated, the members of the Committee shall elect a chairperson by a vote of the majority of the full Committee. The Committee may form and delegate authority to subcommittees when appropriate.

### **II. Meetings, Quorum and Minutes**

The Committee shall meet at least three times each fiscal year. The chairperson shall each year establish a schedule of meetings; additional meetings may be scheduled as required. Meetings shall be called by the chairperson of the Committee or, if there is no chairperson, by a majority of the members of the Committee. Meetings may be held telephonically or by other electronic means to the extent permitted by the organizational documents and applicable law. Committee actions may be taken by unanimous written consent. A majority of the members of the Committee shall constitute a quorum. All determinations shall be made by a majority of the members present at a meeting duly called and held. Minutes for all meetings shall be prepared, circulated in draft form, and approved.

### **III. Purpose**

The Committee shall assist the Board in reviewing the Company’s capital structure, liquidity risk, financial strategies, investment and hedging policies, material capital allocation decisions, strategic investments and dispositions and other opportunities for maximizing shareholder value.

### **IV. Responsibilities**

The Committee shall:

1. Review and recommend to the Board as appropriate, matters relating to the Company’s capital structure, financial condition, leverage and financial strategies, interest rate risk and expense management, including, without limitation:
  - a. The amounts, timing, types, issuances, incurrence and terms of debt and equity issuances (except the issuance of compensatory equity securities to the officers or directors of the Company, or the employees of the Company or its direct or indirect subsidiaries);

- b. Liability management transactions, including amendments, purchases, and repayments prior to maturity, related to the Company's then-outstanding debt;
- c. Bank credit facilities; and
- d. The current and anticipated financial requirements in relation to, and constraints on, the Company's short and long term plans.

The Committee has the power and authority to approve on behalf of the Board the redemption, repurchase or other early retirement of any of the outstanding indebtedness of the Company or any of its subsidiaries, including pursuant to a tender offer.

2. Review the Company's material capital allocation decisions, strategic investments and dispositions and other opportunities for maximizing shareholder value, including, without limitation, significant mergers, acquisitions, divestitures, joint ventures, real estate purchases and other debt and equity investments; and to periodically review and evaluate the performance of and returns on significant strategic and investments and dispositions approved by the Board.

3. Consider and, if implemented, review and recommend to the Board as appropriate, the Company's dividend and share repurchase policies and programs and other strategies to return capital to stockholders.

4. Approve the Company's derivatives and hedging policies and strategies, including, without limitation, the decision to enter into or guaranty swaps (whether or not exempt from the clearing and execution requirements of Sections 2(h)(1) and 2(h)(8) of the Commodity Exchange Act), and any other hedging or derivatives transactions.

5. Review the Company's investment policies and practices.

6. Review the Company's credit ratings, ratings strategy and the nature of the Company's dialogue with ratings agencies.

7. Periodically review the Company's investor relations strategy.

8. Undertake an annual review of the Committee charter and evaluation of the activities of the Committee, including the Committee's responsibilities as set forth above.

9. Perform any other activities consistent with this Charter, the Company's organizational documents as the Committee or the Board otherwise deems necessary or appropriate.

## **V. Resources**

The Committee shall have the authority, at its sole discretion, to retain and terminate search firms to identify director candidates, consultants and any other advisors (the "Advisors") to assist it in carrying out its duties. Except as explicitly prohibited by this charter, the New York Stock Exchange listing rules or applicable law, the chairperson of the Committee,

at the request of any member of the Committee, may request any officer, employee or advisor of the Company to attend a meeting of the Committee or otherwise respond to Committee requests.

The Committee shall have the sole authority to determine the terms of engagement and the extent of funding necessary (and to be provided by the Company) for payment of compensation to any Advisors retained to advise the Committee and ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

Adopted by the Finance Committee: November 13, 2019

Approved by the Board of Directors: November 14, 2019