

Innovation And Technology Committee Charter

The Innovation And Technology 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 is responsible for assisting the Board in its oversight responsibilities relating to matters of innovation and technology. The committee shall: (i) review and oversee the Company’s overall strategic direction and investment in research and development and technology initiatives, (ii) review and identify specific technology and innovation matters that could have a significant impact on Company operations, (iii) assess the scope and quality of the Company’s intellectual property and (iv) perform such other duties and responsibilities as are enumerated in and consistent with this charter.

IV. Responsibilities

In carrying out its purpose, the Committee shall:

1. Facilitate the Board’s oversight, review, discussion and understanding of the Company’s major technology and innovation strategies and plans, as developed by management, in the following areas:

a. The Company's overall strategy and approach to technological and commercial innovation, including how the Company takes into account the relationship between such innovation and the Company's prospects, performance, growth and competitive position and relevant trends in innovation and technology that could significantly affect the Company and the industries in which it operates;

b. The Company's investments in technology and software, including through innovation and technology acquisitions, market entry and exit, investments, mergers, acquisitions, partnerships, joint ventures and divestitures, new business divisions and spin-offs and other related business development activities designed to provide ongoing business growth;

c. Measurement and tracking systems in place designed to achieve successful innovation;

d. The execution of technology strategies formulated by management;

e. Technology trends that could significantly affect the Company and the businesses in which it operates;

f. The direction and effectiveness of the Company's research and development operations, including the Company's research and software centers; and

g. The Company's overall strategy, approach, effectiveness and risk profile regarding its product technology and software cyber security program;

2. Report regularly to the Board concerning the actions and recommendations of the Committee;

3. 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;

4. 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 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 Innovation And Technology Committee: February 11, 2019

Approved by the Board of Directors: February 12, 2019