

QUANTINUUM INC.

TALENT AND COMPENSATION COMMITTEE CHARTER

(As of June 3, 2026)

I. Purpose

The purpose of the Talent and Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of Quantinum Inc. (the “Company”) is to oversee the discharge of the responsibilities of the Board relating to compensation of the Company’s executive officers (as defined in Rule 3b-7 under the Securities Exchange Act of 1934, as amended (the “Exchange Act”)), and directors. The Committee will oversee and confirm that the Company’s compensation policies and practices support the successful recruitment, development and retention of executive talent in order to achieve the Company’s business objectives and long-term financial results.

II. Composition

The Committee must consist of at least two directors, each of whom must satisfy the independence requirements of the Nasdaq Stock Market LLC (the “Nasdaq”), except as otherwise permitted by applicable Nasdaq rules, and meet all other applicable independence standards for members of compensation committees. As provided in the Stockholder Agreement, dated June 3, 2026 (as amended, restated, supplemented or otherwise modified from time to time, the “Stockholder Agreement”) between the Company and Honeywell International Inc. (“Honeywell”), for so long as Honeywell is entitled to designate an individual for nomination to the Board pursuant to the Stockholder Agreement, at least one member of the Committee shall be a Honeywell-designated director (subject to such individual’s satisfaction of any applicable requirements under applicable law or Nasdaq rules after taking into account any available phase-in periods).

Committee members must be appointed and may be removed, with or without cause, by the Board. Unless a Chair is designated by the Board, the Committee may designate a Chair by majority vote of the full Committee membership.

III. Meetings, Procedures and Authority

The Committee has the authority to establish its own rules and procedures for notice and conduct of its meetings so long as they are not inconsistent with any provisions of the Company’s bylaws that are applicable to the Committee. The Chair of the Committee shall designate a secretary for each meeting who shall record minutes of all formal actions of the Committee.

The Committee may, in its sole discretion, retain or obtain advice from compensation consultants, legal counsel or other advisers (independent or otherwise), provided that, preceding any such retention or advice, the Committee must take into consideration the applicable factors

under Nasdaq rules. The Committee will be directly responsible for the appointment, compensation and oversight of any adviser it retains. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any adviser retained by the Committee.

In addition to the duties and responsibilities expressly delegated to the Committee in this Charter, the Committee may exercise any other powers and carry out any other responsibilities consistent with this Charter, the purposes of the Committee, the Company's bylaws and applicable Nasdaq rules.

The Committee has the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it deems appropriate, including the authority to request any officer, employee or adviser of the Company to meet with the Committee or any advisers engaged by the Committee.

IV. Duties and Responsibilities

1. *CEO Evaluation and Compensation.* The Committee must review and approve the corporate goals and objectives with respect to the compensation of the Chief Executive Officer, evaluate the Chief Executive Officer's performance in light of these goals and objectives and, based upon this evaluation, together with a majority of the independent directors on the Board, set the Chief Executive Officer's compensation. The Chief Executive Officer may not be present during voting or deliberations on his or her compensation.

2. *Other Executive Officer Evaluation and Compensation.* The Committee must oversee an evaluation of the executive officers other than the Chief Executive Officer and, after considering such evaluation, must review and set the compensation of such executive officers.

3. *Employment Agreements.* The Committee must review and approve any employment and severance agreements or arrangements for the Company's executive officers.

4. *Director Compensation.* The Committee must review and make recommendations to the Board regarding non-employee director compensation.

5. *Incentive and Equity Compensation.* The Committee must review and approve or make recommendations to the Board regarding the Company's incentive compensation and equity-based plans and arrangements (the "Plans"). The Committee has full authority to administer the Plans (except to the extent the terms of a Plan require administration by the full Board), and to make grants of cash-based and equity-based awards under the Plans.

6. *Compensation Discussion and Analysis.* To the extent that the Company is required to include a "Compensation Discussion and Analysis" ("CD&A") in the Company's Annual Report on Form 10-K or annual proxy statement, the Committee must review and discuss with management the Company's CD&A and must consider whether it will recommend to the Board that the Company's CD&A be included in the appropriate filing.

7. *Stock Ownership Guidelines.* The Committee must determine stock ownership guidelines for the directors and certain senior executive officers and monitor compliance with such guidelines.

8. *Clawback Policy.* The Committee must administer and oversee the Company's compliance with the compensation recovery policy required by applicable U.S. Securities and Exchange Commission ("SEC") and Nasdaq rules.

9. *Succession Planning.* The Committee must oversee the Company's succession planning for the Chief Executive Officer and other executive officer roles.

10. *Talent and Compensation Committee Report.* The Committee must prepare the annual Talent and Compensation Committee Report, to the extent required under SEC rules.

11. *Human Capital Management.* The Committee must oversee and periodically review with management the Company's strategies, policies and practices with respect to human capital management and talent development, including with respect to matters such as workplace environment and culture, employee engagement and effectiveness, and talent recruitment, development and retention.

12. *Reports to the Board of Directors.* The Committee must report regularly to the Board regarding the activities of the Committee.

13. *Committee Self-Evaluation.* The Committee must annually perform an evaluation of the performance of the Committee.

14. *Review of this Charter.* The Committee must annually review and reassess this Charter and submit any recommended changes to the Board for its consideration.

V. Delegation of Duties

In fulfilling its responsibilities, the Committee has the authority to delegate any or all of its responsibilities to a subcommittee of the Committee to the extent permissible under the Company's certificate of incorporation, bylaws, applicable laws and regulations and Nasdaq rules; provided, that any such subcommittee must be composed solely of two or more members who are "non-employee directors" within the meaning of Rule 16b-3(b)(3) under the Exchange Act if and to the extent required by such rule. To the extent permitted by applicable law and the applicable Plan, the Committee may also delegate to one or more executive officers of the Company the authority to grant, and make determinations and administer the Plan with respect to, cash-based and equity-based awards under a Plan to employees and consultants of the Company or any subsidiary of the Company who are not executive officers (as defined in Rule 16a-1(f) under the Exchange Act) or directors of the Company.

VI. Stockholder Agreement

For so long as the Stockholder Agreement is in effect, this Charter will be interpreted to be consistent with such agreement (as such agreement may be amended, supplemented or

modified from time to time) and to the extent that there are any provisions of this Charter that are inconsistent with the rights and obligations set forth in the Stockholder Agreement, the provisions of the Stockholder Agreement shall supersede and control over any such conflicting provision.