SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* <u>GILLETTE ROBERT J</u>						2. Issuer Name and Ticker or Trading Symbol <u>HONEYWELL INTERNATIONAL INC</u> [HON]							k all applica Director	ionship of Reporting all applicable) Director Officer (give title below)		n(s) to Issu 10% Ov Other (s below)	ner
(Last) (First) (Middle) 101 COLUMBIA ROAD						3. Date of Earliest Transaction (Month/Day/Year) 10/10/2008							,	dent & C	CEO, A	erospace	
(Street) MORRISTOWN NJ 07960						4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(City)	(Stat		Zip)										Form filed by More than One Reporting Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3) 2. Transa Date (Month/E						2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)						Securities Beneficia	5. Amount of Securities Beneficially Owned Following		Direct ndirect r. 4)	7. Nature of Indirect Beneficial Ownership
							Code	v	Amount		(A) or (D)	Price	Transacti (Instr. 3 a	on(s)			(Instr. 4)
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																
1. Title of	Title of 2. 3. Transaction 3A. Deemed		ed 4	4.	5. Number	6. Date Exercisable and 7. Title and Ar		Amount	8. Price of	9. Numbe	er of 1	10.	11. Nature				

1. Title Derivat Securit (Instr. 3	tive ty 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/\	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Suppler Savings Interest	s Plan	(1)	10/10/2008		A ⁽²⁾		82.453		(2)	(2)	Common Stock	82.453	\$30.6	4,384.184	D	

Explanation of Responses:

1. Instrument converts to common stock on a one-for-one basis.

2. Reflects phantom shares of common stock represented by Company contributions to my account under the Executive Supplemental Savings Plan under Rule 16b-3 on 10/10/2008.

Jacqueline Whorms FOR

Robert J. Gillette

Date

10/14/2008

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.