SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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 APPROVAL									
OMB Number:	3235-0287								
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1. Name and Address of Reporting Person* Washington Robin L (Last) (First) (Middle)				er Name and Ticker IEYWELL IN]		^{nbol} IONAL INC [tionship of Reporting all applicable) Director Officer (give title	10% C	Owner (specify		
(Last)	(First)						below)	below	,			
115 TABOR I	ROAD		3. Date 10/03/	of Earliest Transact 2016	tion (Month/Da	y/Year)						
(Street)			4 16 0 m	andmant Data of C	visional Filed (C. In dia	idual as laist/Crows	Filing (Cheek An	nliaahla		
MORRIS			4. II AII	nendment, Date of C	nginai Fileo (nontri/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
PLAINS	NJ	07950					v	Form filed by One	Penorting Perce	'n		
PLAINS								-				
,								Form filed by Mor	e than One Repo	orting Person		
(City)	(State)	(Zip)										
		Table I - No	n-Derivative S	Securities Acq	uired, Disp	osed of, or Benefic	ially C	Owned				
1. Title of Secur	rity (Instr. 3)		2. Transaction	2A. Deemed	3.	4. Securities Acquired (A)	or	5. Amount of	6. Ownership	7. Nature of		

Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(sigi, pale, saile, marane, spasse, sentenasis securites)														
1. Title of Derivative Security (Instr. 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. Transa Code (8)		5. Numbo Derivativ Securitie Acquired or Dispo of (D) (In 3, 4 and	re s I (A) sed str.	6. Date Exerc Expiration Da (Month/Day/\	ate	d 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)	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		(Instr. 4)		
Deferred Compensation (Phantom Shares)	(1)	10/03/2016		A ⁽²⁾		268.033		(2)	(2)	Common Stock	268.033	\$116.59	4,930.6	D	

Explanation of Responses:

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

2. Phantom shares are accrued under the Deferred Compensation Plan for Non-Employee Directors and will be settled in cash following retirement.

Jacqueline Katzel for Robin L. <u>1</u> <u>Washington</u>

10/05/2016

** Signature of Reporting Person

Date

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.