SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

				01 500		Counci		ipany Act of 15	40				
1. Name and Address of Reporting Person [*] <u>ANDERSON DAVID J</u>			1	2. Issuer Name and Ticker or Trading Symbol <u>HONEYWELL INTERNATIONAL INC</u> [HON]							lationship of Reporting Person(s) to Issuer ck all applicable) Director 10% Owner Officer (give title Other (specif below) below)		
(Last) 101 COLUMBIA	(First) ROAD	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 08/28/2009							Sr. VP & CFO		
(Street)				4. If Am	endment, Date of C	Driginal	Filed (Month/Day/Ye	ar)	6. Indiv Line)	vidual or Joint/Group	Filing (Check Ap	plicable
MORRISTOWN	NJ	07960							X	, , ,			
(City)	(State)	(Zip)									Form filed by Mor Person	e than One Repo	orting
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
Date		2. Transact Date (Month/Day	Execution Date, Transaction Disposed Of (D) (Instr. 3,			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership					
					Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	

			<u> </u>					
Table II -	Derivative Sec	curities Acqui	red, D	ispo	sed of, or	Benefi	cially O	wned
	(e.g., puts, cal	lls, warrants, o	option	is, c	onvertible	securi	ties)	

			(371	-	-										
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. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ive ies ed ed nstr.	6. Date Exercisable and Expiration Date (Month/Day/Year)		xpiration Date Nonth/Day/Year) of Securities Derivative Underlying Derivative Security (Instr. 3 and 4) Owned Following Reported		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				
Supplemental Savings Plan Interests	(1)	08/28/2009		A ⁽²⁾		27.066		(2)	(2)	Common Stock	27.066	\$37.23	3,386.73	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 08/28/2009.

Jacqueline Whorms FOR David	00/21/2000
J. Anderson	08/31/2009

** 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.