FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

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

## Filed purguent to Section 16(a) of the Securities Evolunce Act of 1024

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

| Name and Address of Reporting Person*     Paz George |   |  |  |        | <u>H</u>                 | 2. Issuer Name and Ticker or Trading Symbol HONEYWELL INTERNATIONAL INC HON ] |   |                      |  |                   |  |                 |   | eck all applic  X Directo  | ,                       |   | on(s) to Issu<br>10% Ov<br>Other (s     | ner  |
|--|---|--|--|--------|--------------------------|---|---|----------------------|--|-------------------|--|-----------------|---|--|-------------------------|---|---|--|
| (Last)<br>300 SOU                                    | •   | First)<br>N STREET                         | (Middle)   |        |                          | 3. Date of Earliest Transaction (Month/Day/Year) 02/18/2020                   |   |                      |  |                   |  |                 |   | below)   | (9.10 11.10             |   | below)                                  | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,    |
| (Street)   | et) ARLOTTE NC 28202  |  |  |        |                          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                      |   |                      |  |                   |  |                 | Line  | Form filed by One Reporting Person   |                         |   |   |  |
| (City)   | (5  | State)                                     | (Zip)  |        |                          |   |   |                      |  |                   |  |                 |   | Form fi<br>Person  |                         | e than  | One Repor                               | ting                                       |
|  |   | Та   | ble I - No   | n-Deri | ivativ                   | ve S  | ecur  | ities Ac             | quired   | , Dis             | sposed of  | f, or Ber       | neficiall   | y Owned  |                         |   |   |  |
| Date   |   |  |  | Date   | nsaction<br>th/Day/Year) |   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |                      | 3.<br>Transaction<br>Code (Instr.<br>8)                        |                   | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4                                 |                 |   | 5. Amou<br>Securitie<br>Beneficia<br>Owned F<br>Reported   | es<br>ally<br>following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |   | 7. Nature of Indirect Beneficial Ownership |
|  |   |  |  |        |                          |   |   |                      | Code   | v                 | Amount   | (A) or<br>(D)   | Price   | Transact<br>(Instr. 3  | ion(s)                  |   |   | (Instr. 4)                                 |
| Common   | ommon Stock 02/18/2020  |  |  |        |                          |   | М   |                      | 5,250  | A                 | \$45.81  | (1) 16          | ,524  |  | D                       |   |   |  |
| Common   | Stock   |  |  | 02/18  | 8/202                    | 20  |   |                      | F  |                   | 1,343  | D               | \$179.5   | 57 15  | ,181                    | D   |   |  |
|  |   |  | Table II -   |        |                          |   |   |                      |  |                   | osed of,<br>convertib  |                 |   | Owned  |                         |   |   |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Dat<br>if any<br>(Month/Day/Ye | Date,  | ate, Transaction         |   | n Derivative  |                      | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                   | 7. Title and Amou<br>of Securities<br>Underlying<br>Derivative Securit<br>(Instr. 3 and 4) |                 | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction | e<br>s<br>ally<br>g     | Ownershi<br>Form:<br>Direct (D)<br>or Indirec<br>(I) (Instr. 4    | Beneficial<br>Ownership<br>t (Instr. 4) |  |
|  |   |  |  |        | Code                     | v   | (A)   | (D)                  | Date<br>Exercisa   | ıble              | Expiration<br>Date   | Title           | Amount<br>or<br>Number<br>of<br>Shares              |  | (Instr. 4)              | ion(s)  |   |  |
| Stock<br>Option<br>(right to                         | \$45.81 <sup>(1)</sup>  | 02/18/2020                                 |  |        | M                        |   |   | 5,250 <sup>(1)</sup> | 04/01/20   | 14 <sup>(2)</sup> | 04/26/2020   | Common<br>Stock | 5,250 <sup>(1</sup>                                 | \$0  | 0                       |   | D                                       |  |

## Explanation of Responses:

- 1. All options and restricted stock units held by the Reporting Person have been adjusted to increase the number of shares and, in the case of the options, reduce the exercise price, in a manner subject to the adjustment provisions of the AdvanSix Inc. spin-off from Honeywell which occurred on October 1, 2016; the Garrett Motion Inc. spin-off from Honeywell which occurred on October 1, 2018; and the Resideo Technologies, Inc. spin-off from Honeywell which occurred on October 29, 2018.
- 2. The Employee Stock Options were granted under the 2006 Stock Incentive Plan of Honeywell International Inc. and its Affiliates and vested in four equal annual installments, with the first installment vesting on April 1, 2011.

Su Ping Lu for George Paz

02/20/2020

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.

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