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HONEYWELL INTERNATIONAL INC Form 4 November 25, 2008

FORM	ЛД								PPROVAL	
	UNITED	STATES			AND EXCHAN(, D.C. 20549	GE CO	MMISSIO	N OMB Number:	3235-0287	
Check th if no lon	ner.	AENT OI						Expires:	January 31, 2005	
subject to Section 16. Form 4 or							Estimated burden hou response	irs per		
Form 5 obligatio may con <i>See</i> Instr 1(b).	ons Section 17(ruction	a) of the H	Public U	tility Hol	ne Securities Exc ding Company A t Company Act c	Act of 1		,	. 0.5	
(Print or Type	Responses)									
	Address of Reporting DN DAVID J	Person <u>*</u>	Symbol	YWELL	d Ticker or Trading	. Is	ssuer	of Reporting Per teck all applicabl		
(Last)	(First) (. MBIA ROAD	Middle)	3. Date o	f Earliest T Day/Year)	ransaction		Director _X Officer (gi elow)		% Owner her (specify	
	(Street)		4. If Am		ate Original r)	А	. Individual or opplicable Line) X_ Form filed by	Joint/Group Fili y One Reporting Po	erson	
MORRIST	OWN, NJ 07960					P	Form filed by erson	y More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-J	Derivative Securitie	ies Acqui	red, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)	Secu Ben Owr Foll Rep	mount of urities eficially ned owing orted	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s)

(Instr. 3 and 4)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

or

Code V Amount (D) Price

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Supplemental Savings Plan Interests	<u>(1)</u>	11/21/2008		A <u>(2)</u>		54.555		(2)	(2)	Common Stock	54.555

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ANDERSON DAVID J 101 COLUMBIA ROAD MORRISTOWN, NJ 07960			Sr. VP & CFO				
Signatures							

Jacqueline	Whorms FOR	R David J.
Anderson		

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).

11/25/2008

- (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 11/21/2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.