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FRADIN RO Form 4											
February 26	ЛЛ								PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549								N OMB Number:	3235-028		
Check th if no long	ger										
subject to Section 1 Form 4 c	16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								005 0.5	
Form 5 obligatio may com <i>See</i> Instr 1(b).	ns tinue. Section 17((a) of the l	Public U	tility Hol		pany Act	nge Act of 1934, of 1935 or Secti 940				
(Print or Type]	Responses)										
1. Name and Address of Reporting Person <u>*</u> FRADIN ROGER			2. Issuer Name and Ticker or Trading Symbol HONEYWELL INTERNATIONAL				Issuer				
			INC [H	ION]			(Check all applicable)				
(Last) (First) (Middle) 101 COLUMBIA ROAD			3. Date of Earliest Transaction (Month/Day/Year) 02/24/2009			Director 10% Owner X Officer (give title Other (specify below) below) President & CEO, ACS					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
MORRISTO	OWN, NJ 07962						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative S	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deem Execution any (Month/D			Date, if TransactionAcquired (A) or Code Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	•		
				Code V		or (D) Price	Transaction(s) (Instr. 3 and 4)				
Reminder: Rep	oort on a separate line	e for each cl	ass of sec	urities bene	Person inform require	ns who res ation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

 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	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	Di	equired (A sposed of str. 3, 4,	f (D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Options	\$ 28.35	02/24/2009		A <u>(1)</u>	2	75,000		(1)	02/23/2019	Common Stock	275,00
Restricted Stock Units	(2)	02/24/2009		А	4	10,000		(3)	(3)	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FRADIN ROGER 101 COLUMBIA ROAD MORRISTOWN, NJ 07962			President & CEO, ACS					
Signatures								
Jacqueline Whorms for Roger Fradin		02/26/200	9					
**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).
- (1) The Employee Stock Options were granted under the 2006 Stock Incentive Plan of Honeywell International Inc. and its Affiliates and vest in four equal annual installments, with the first installment vesting on 2/24/2010.
- (2) Instrument converts to common stock on a one-for-one basis.
- (3) The Restricted Stock Units were granted under the 2006 Stock Incentive Plan of Honeywell International Inc. and its Affiliates and vest on 2/24/2012.

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.