SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 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	STATEMENT OF CH
obligations may continue. See Instruction 1(b).	Filed pursuant to Se

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address <u>ANDERSON</u>	1 0	on*		suer Name and Ticker DNEYWELL IN N]				<u>NC</u> [ationship of Reporting < all applicable) Director Officer (give title below)	10% 0	Owner (specify
(Last) 101 COLUMBIA	(First) ROAD	(Middle)		ate of Earliest Transact	tion (Mo	onth/D	ay/Year)		Sr. VP & CFO			
(Street)			4. If <i>i</i>	Amendment, Date of C	Driginal	Filed (Month/Day/Yea	ar)	6. Indiv Line)	vidual or Joint/Group	Filing (Check A	oplicable
MORRISTOWN	NJ	07960						X	Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)								Person	e man one kep	Jung
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
Date			2. Transaction Date (Month/Day/Yea	Execution Date,		ction Instr.	4. Securities A Disposed Of (5)			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)

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

(0.9.) parts, carrier, control and cocarriery															
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. Number of berivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate	e of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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)	08/24/2012		A ⁽²⁾		25.702		(2)	(2)	Common Stock	25.702	\$58.36	5,760.212	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 08/24/2012.

Jacqueline K	<u>atzel FOR David J.</u>	00/27/2012
Anderson		08/2//2012

** 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.