FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

(Last) (First) (Middle) 101 COLUMBIA ROAD 3. Date of Earliest Transaction (Month/Day/Year) A below) Chairman & CEO (Street) (Street) (A If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Lin X Form filed by One Reporting Person Form filed by More than One Reporting Person Form filed by More than One Reporting Person Form filed by More than One Reporting Person Form filed by Original Filed (Month/Day/Year) 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Date of Earliest Acquired, Disposed of, or Beneficially Owned (Dio) (Instr. 4, and 5) 5. Amount of Securities Beneficially Owned (Di or Indirect Beneficially Owned (D) or Indirect (D) or Indirect Beneficially Owned (C) (Instr. 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Acquired (D) in Mirb/Day/Year) 3. A Deemed (Month/Day/Year) 5. Number of Date (Month/Day/Year) 10. Number of Or Beneficially Owned (Instr. 4) 1. Title of Derivative Securities Securities Securities Securities Securities (D) (Instr. 4) 3. Deemed (Month/Day/Year) 5. Number of Or Beneficially Owned (Instr. 4) 10. Number of	1. Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol <u>HONEYWELL INTERNATIONAL INC</u> [HON]									5. Relationship of Reporting (Check all applicable) Director			10% O	wner
(Street) MORRISTOWN NJ 07962 (City) (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Code 4. Securities Acquired (A) or Disposed of (D) (Instr. 4) 5. Amount of Securities Beneficially Owned (Instr. 4) 6. Ownership Form: Direct (D) or Indirect (D) or Ind						. , , ,												,		
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Form: Direct (D) or Indirect (D) or Indirect (D) (Instr. 4) 6. Ownership Form: Direct (D) or Indirect (D) (Instr. 4) 7. Nature Indirect Beneficial (D) owned Form: Direct (D) or Indirect (D) (D) (Instr. 4) 5. Number or Indirect (D) Or Indirect (D) Or Indirect (D) (D) (Instr. 4) 5. Number or Indirect (D	MORRIST					4. If A	mend	ment, Da	ate of	Original F	iled (Month/Day	/Year)			Form 1	iled by One	Repor	rting Persor	ı [´]
$\frac{1}{10000000000000000000000000000000000$	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
L. Title of Derivative Security (Instr. 3) 2. Derivative Security Security 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution (Month/Day/Year) 4. Source (Month/Day/Year) 5. Number of Derivative Securities (Month/Day/Year) 6. Date Exercisable and Or Derivative Securities 7. Title and Amount of Derivative Securities 8. Price of Derivative Securities 9. Number of Derivative Securities 10. Ownership Form: (Month/Day/Year) 11. Nature (Month/Day/Year)	Date				Day/Year) Execution Date		xecution Date, any		Transaction Disposed Code (Instr.) Securition Benefici Followin	es ally Owned Ig	Form: Direct (D) or Indirect		Beneficial Ownership	
1. Title of Derivative (Instr. 3) 2. Derivative Security 3. Transaction Or Exercise (Month/Day/Year) 3A. Deemed Execution Date, (Month/Day/Year) 4. Transaction of Derivative Securities 5. Number of Derivative Securities 6. Date Exercisable and (Month/Day/Year) 7. Title and Amount of Securities 8. Price of Derivative Securities 9. Number of derivative Securities 10. Ownership Form: 11. Nature Ownership Or Derivative Securities								Code	v	Amount			Price	Transac	tion(s)			(instr. 4)		
Derivative Security (Instr. 3) Conversion or Exercise Security (scurity (Instr. 4) Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction of Derivative (Month/Day/Year) Code (Instr. Acquired (A) or Disposed Expiration Date (Month/Day/Year) of Securities (Month/Day/Year) of Derivative (Month/Day/Year) of Derivative (Month/Day/Year) of Securities (Month/Day/Year) of Derivative Security (Instr. 3 and Acquired (A) or Disposed of Securities (Month/Day/Year) of Acquired (A) (Instr. 4) Ownership (Instr. 4) Ownership (Instr. 4) Ownership (Instr. 4) Derivative Security Security																				
3, 4 and 5) Reported Transaction(s) (Instr. 4)	Derivative Conversion Date Execution Date, if any (Month/Day/Year) Price of Derivative Price of Derivative (Month/Day/Year)			Transac Code (In	Transaction Code (Instr. 3) Acquired (A) or Disposed		tive s I (A) sed str.	Expiration Date			of Sec Under Secur	curities rlying l	Derivative Str. 3 and	of Derivative Security	derivative Securities Beneficially Owned Following Reported		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

Date

Exercisable

(2)

(D)

Expiration

(2)

Title

Commor

Stock

Date

Explanation of Responses:

(1)

Supplemental

Savings Plan

Interests

1. Instrument converts to common stock on a one-for-one basis.

01/07/2005

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 1/7/05.

58.012

V (A)

Code

A⁽²⁾

Gail E. Lehman for David M. 01/10/2005

\$34.21

3,428,654

D

** Signature of Reporting Person Date

or

Number of Shares

58.012

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.