

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant 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 of Reporting Person * <u>Mahoney Timothy O.</u>  (Last) (First) (Middle) 300 SOUTH TRYON STREET  (Street) CHARLOTTE NC 28202  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HONEYWELL INTERNATIONAL INC [ HON ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President &amp; CEO, Aerospace</u>
	3. Date of Earliest Transaction (Month/Day/Year) 07/31/2019	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**Table I - 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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/31/2019		M		33,494 <sup>(1)(2)(3)</sup>	A	(1)	201,275	D	
Common Stock	07/31/2019		F		14,855	D	\$172.08	186,420	D	
Common Stock								8,828	I	Held in 401(k) plan

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

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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				
Performance-Based Restricted Stock Units	(1)	07/31/2019		M		33,494 <sup>(1)(2)(3)</sup>		(1)	(1)	Common Stock	33,494 <sup>(1)(2)(3)</sup>	\$0	31,520 <sup>(2)(4)</sup>	D	

**Explanation of Responses:**

- Acquired pursuant to the settlement of Performance-Based Restricted Stock Units granted on July 29, 2016 under the 2016 stock Incentive Plan of Honeywell International Inc. and its Affiliates. The performance period of the Performance-Based Restricted Stock Units ended on July 31, 2019, and the shares vest in two installments on July 31, 2019 and July 31, 2021. As a result of Honeywell's cumulative Total Shareholder Return (TSR) for the 3-year performance period (August 1, 2016 - July 31, 2019) relative to its compensation peer group, the Performance-Based Restricted Stock Units were earned at 200% of target.
- The Performance-Based Restricted Stock Units were adjusted to increase the number of shares 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.
- Includes the reinvestment of dividend equivalents into 1,986 additional shares.
- Excludes the reinvestment of dividend equivalents during the performance period and vesting period.

Su Ping Lu for Timothy O. Mahoney

08/02/2019

\*\* 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.

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