Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.	C. 20549
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STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

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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

1. Name and Address of Reporting Person* FRADIN ROGER					2. Issuer Name and Ticker or Trading Symbol HONEYWELL INTERNATIONAL INC [ HON ]								(Che	eck all application	,		on(s) to Issu 10% Ow Other (s	ner
(Last) (First) (Middle) 101 COLUMBIA ROAD				3. Date of Earliest Transaction (Month/Day/Year) 08/28/2009									below)	esident &	c CEC	below)	Decity	
(Street)  MORRISTOWN NJ 07960  (City) (State) (Zip)				4. If Amendment, Date of Original Filed (Month/Day/Year)  attive Securities Acquired, Disposed of, or Benefic						Line	X Form filed by One Reporting Person Form filed by More than One Reporting Person							
1. Title of Security (Instr. 3) 2. Tr			2. Transa Date	ransaction 2A. e Exe nth/Day/Year) if ar		2A. Deemed Execution Date, f any Month/Day/Year)		3. 4. Securities Disposed Of Code (Instr. 5)		ies Acquired (A) or Of (D) (Instr. 3, 4 a		5. Amoun Securities Beneficia Owned Fe	s	Form	Direct Indirect Estr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code					v	Amount	(A) or (D)	Price	Reported Transacti (Instr. 3 a	on(s)			(Instr. 4)		
		Ta									sed of, onvertib			Owned				
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)		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)		е	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Owne Form: ly Direct or Ind (I) (Ins	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amount or Number of Shares					
Supplemental Savings Plan Interests	(1)	08/28/2009			A <sup>(2)</sup>		33.264		(2)		(2)	Common Stock	33.264	\$37.23	5,803.9	38	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 08/28/2009.

Jacqueline Whorms FOR Roger 08/31/2009 <u>Fradin</u>

\*\* 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.