FORM 4

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

| Washington, | D.C. | 20549 |  |
|-------------|------|-------|--|
|             |      |       |  |

| <b>STATEMENT</b> | <b>OF CHANGES</b> | IN BENEFICIAL | OWNERSHIP |
|------------------|-------------------|---------------|-----------|

| OMB APPROVAL        |           |  |  |  |  |  |  |  |  |
|---------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:         | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average b | urden     |  |  |  |  |  |  |  |  |
| hours ner resnonse: | 0.5       |  |  |  |  |  |  |  |  |

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

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*  KREINDLER PETER M   |       |            |                | 2. Issuer Name <b>and</b> Ticker or Trading Symbol HONEYWELL INTERNATIONAL INC HON ] |  |  |   |                |   | (Ch  | Officer (six so title   |   |                                       |   | Ssuer Owner er (specify |   |  |
|---|-------|------------|----------------|--|--|--|---|----------------|---|--|---|---|---------------------------------------|---|-------------------------|---|--|
| (Last) 101 COLU   | (Firs | ,          | 1iddle)        |  | 3. Date of Earliest Transaction (Month/Day/Year) 09/26/2008          |  |   |                |   |  | below) below)  SVP, Gov. & Regulatory Affairs   |   |                                       |   | ·                       |   |  |
| (Street)  MORRISTOWN NJ 07960  (City) (State) (Zip)   |       |            |                |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)             |  |   |                |   | Line   | ndividual or Joint/Group Filing (Check Applicable e)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |   |                                       |   |                         |   |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  |       |            |                |  |  |  |   |                |   |  |   |   |                                       |   |                         |   |  |
| 1. Title of Security (Instr. 3) 2. Trai   |       |            |                | Day/Year)  2A. Deemed Execution Date, if any (Month/Day/Year)                        |  | 3.<br>Transaction<br>Code (Instr<br>8) | 5) (A) or R   |                |   | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)      |   | Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |                                       | . Nature of ndirect seneficial bwnership nstr. 4) |                         |   |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities) |       |            |                |  |  |  |   |                |   |  |   |   |                                       |   |                         |   |  |
| Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any   |       | ate, T     | Transaction of |  | Expiration Date of Securi<br>(Month/Day/Year) Underlyii<br>Derivativ |  | 7. Title and<br>of Securiti<br>Underlying<br>Derivative<br>(Instr. 3 an | es<br>Security | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | re Ownersl es Form: ally Direct (I or Indire g (I) (Instr.  |   | Beneficial<br>Ownership<br>(Instr. 4) |   |                         |   |  |
|   |       |            |                | c  | Code   | v                                      | (A)   | (D)            | Date<br>Exercisable                                 | Expiration<br>Date   | Title   | Amount<br>or<br>Number<br>of<br>Shares            |                                       |   |                         |   |  |
| Supplemental<br>Savings Plan<br>Interests   | (1)   | 09/26/2008 |                | -  | A <sup>(2)</sup>   |  | 38.313  |                | (2)   | (2)  | Common<br>Stock   | 38.313  | \$44.17                               | 10,110.20   | 06                      | 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 09/26/2008.

Jacqueline Whorms FOR Peter 09/29/2008 M. Kreindler

\*\* 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.