SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287									
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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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>					2. Issuer Name and Ticker or Trading Symbol <u>HONEYWELL INTERNATIONAL INC</u> [5. Relationship of Repor (Check all applicable) Director			orting Person(s) to Issue 10% Own	
(Last) 101 COLU	(Firs JMBIA RO	, , , ,		HON] 3. Date of Earliest Transaction (Month/Day/Year) 01/29/2010							X	below)	(give title dent & C	EO, A	Other (below) <mark>Aerospac</mark>		
(Street) MORRISTOWN NJ 07960 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)								 6. Individual or Joint/Group Filing (Check Applicable Line) 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) Date (Month/D						3. Transaction Code (Instr.4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4)8)						Form:	Direct Indirect	7. Nature of Indirect Beneficial Ownership			
					Code V Amount (A) or (D) F						Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
		Т				urities Acqui s, warrants,	,					-	Dwned				
1. Title of 2. 3. Transaction 3A. Deemed				ed	4.	5. Number 6. Date Exercisable and 7. Title and A				Amount	nount 8. Price of 9. 1		er of	10.	11. Nature		

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. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	Expiration Date (Month/Day/Year) red sed (Instr.		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				
Supplemental Savings Plan Interests	(1)	01/29/2010		A ⁽²⁾		16.523		(2)	(2)	Common Stock	16.523	\$38.64	2,540.976	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 01/29/2010.

Jacqueline Whorms FOR

Timothy O. Mahoney

Date

02/01/2010

** Signature of Reporting Person

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.