SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-028

	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 OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* DICCIANI NANCE K					2. Issuer Name and Ticker or Trading Symbol <u>HONEYWELL INTERNATIONAL INC</u> [HON]							elationship of Report ck all applicable) Director Officer (give title below)	1 C	to Issu 0% Ow ther (s elow)	ner	
(Last) (First) (Middle) 101 COLUMBIA ROAD					3. Date of Earliest Transaction (Month/Day/Year) 03/14/2008							,	t & CEO, S	,		
(Street) MORRISTOWN NJ 07960 (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)						Line)	 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 				
		Tab	le I - Nor	n-Deriv	ative Se	curities Acq	uired,	Disp	posed of	, or Ben	eficially	/ Owned				
1. Title of Security (Instr. 3) Date (Month/I				Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 5)				5. Amount of Securities Beneficially Owned Following	6. Ownersh Form: Dire (D) or Indir (I) (Instr. 4)	ect E	7. Nature of ndirect Beneficial Dwnership			
							Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deem Execution		4. Transactio	5. Number n of	6. Date l Expirati		sable and e	7. Title and of Securiti		8. Price of 9. Num Derivative derivat		ership	11. Nature of Indirect	

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)		of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	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)	03/14/2008		A ⁽²⁾		18.638		(2)	(2)	Common Stock	18.638	\$56.13	2,048.568	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 03/14/2008.

Jacqueline W	horms FOR Nance	02/17/2000
K. Dicciani		03/1//2008

** 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.