FORM 4

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

wasnington, D.C. 20549	OMB APPROVAL				
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-			

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

OMB APPROVAL										
OMB Number:	3235-0287									
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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

Name and Address of Reporting Person* <u>Mikkilineni Krishna</u>					HO	2. Issuer Name and Ticker or Trading Symbol HONEYWELL INTERNATIONAL INC HON ]									k all applica Director	able)	g Perso	on(s) to Issu 10% Ow Other (s	ner
(Last) (First) (Middle) 115 TABOR ROAD				3. Date of Earliest Transaction (Month/Day/Year) 07/29/2016									X	below)		ering (	below) Ops & IT		
(Street)  MORRIS  PLAINS	NJ		7950		4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indi _ine) X	ividual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person					
(City)	(Stat	, ,			<u>                                     </u>								<u>.</u>						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Transa Date (Month/D			action 2A. Deemed Execution Date, if any (Month/Day/Year)		Transa Code (I	3. Transaction Disposed Of (D) (Instr. 3, 4 5)			d (A) or r. 3, 4 a	or 5. Amoun 4 and Securities Beneficia Owned For Reported		s Form ally (D) o ollowing (I) (Ir		Direct Indirect Introduced Interest Int	7. Nature of ndirect Beneficial Ownership				
							Code	v	Amount	(A) or (D)	(A) or (D) Price		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 Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  2. Conversion Date Execution if any (Month/Day/Year) (Month/Day		Date,	Date, Transaction		n of		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 Exercisa	ble	Expiration Date	Title	Amou or Numb of Share	ber					
Performance- Based Restricted Stock Units	(1)	07/29/2016			A		22,000		(2)		(2)	Common Stock	22,0	000	\$0	22,00	0	D	

## **Explanation of Responses:**

- 1. Instrument converts to common stock on a one-for-one-basis.
- 2. The Performance-Based Restricted Stock Units were granted under the 2016 Stock Incentive Plan of Honeywell International Inc. and its Affiliates and will vest in three installments on each of July 31, 2019, July 31, 2021 and July 31, 2023. The Performance-Based Restricted Stock Units are subject to 100% adjustment, either up or down, based on Honeywell's 3-year (August 1, 2016 July 31, 2019) cumulative Total Shareholder Return (TSR) relative to its compensation peer group.

<u>Jeffrey N. Neuman for Krishna</u> Mikkilineni

08/02/2016

\*\* 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.