FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-028									

37 Estimated average burden 0.5 hours per response:

11. Nature

of Indirect

Beneficial

Ownership

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 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 1. Name and Address of Reporting Person 2. Issuer Name and Ticker or Trading Symbol HONEYWELL INTERNATIONAL INC <u>Deily Linnet F</u> Director 10% Owner HON] Officer (give title Other (specify below) below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 101 COLUMBIA ROAD 04/26/2010 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) 07960 MORRISTOWN NJ Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Transaction Execution Date. Securities Form: Direct of Indirect (Month/Day/Year) (D) or Indirect if any Code (Instr. Beneficially Beneficial (Month/Day/Year) Owned Following Ownership 8) (I) (Instr. 4) Reported (Instr. 4) (A) or (D) Code Amount Price (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

6. Date Exercisable and

Expiration Date

(Month/Day/Year)

5. Number

Derivative

Securities

Transaction

Code (Instr.

81

(iiisti. 3)	Derivative Security		(wontinDay/rear)	5)		Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				Derivative Security (Instr. 3 and 4)		(msu. 3)	Owned Following Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	(Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to	\$48.11	04/26/2010		A ⁽¹⁾		5,000		(1)	04/25/2020	Common Stock	5,000	(1)	5,000	D	

Explanation of Responses:

1. Title of

Derivative

Security

(Instr. 3

buy)

Conversion

or Exercise

Price of

1. Represents exempt grant of non-qualified stock options under the 2006 Stock Plan for Non-Employee Directors that vest in four equal annual installments, with the first installment vesting on April 1, 2011.

Jacqueline Whorms for Linnet F. Deily

7. Title and

Amount of

Securities

Underlying

8. Price of

Derivative

Security

(Instr. 5)

04/28/2010

9. Number of

derivative

Securities

Beneficially

10 Ownership

Form:

Direct (D)

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

3A. Deemed

if any

Execution Date

(Month/Day/Year)

3. Transaction

(Month/Day/Year)

Date

- * 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.