Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

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

STATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP

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

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*  FRADIN ROGER					2. Issuer Name and Ticker or Trading Symbol HONEYWELL INTERNATIONAL INC [ HON ]									elationship o eck all applic Director	able)	g Pers	on(s) to Issu 10% Ov Other (s	/ner
(Last) 101 COLU	(Firs	,	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 12/17/2010								below)	esident 8	k CEO	below)	, ,
(Street) MORRIST (City)	OWN NJ (Stat	Form filed by More than One Person							rting Persor	.								
1. Title of Security (Instr. 3)  2. Trans Date				action	1			3. 4. Securities Acquired Disposed Of (D) (Instr. 5)			d (A) or	5. Amour Securitie Beneficia Owned F	5. Amount of Securities Beneficially Owned Following		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
							Code	v	Amount	(A) or (D)	Price	Reported Transacti (Instr. 3 a	tion(s)			(Instr. 4)		
		Т									osed of, convertib			Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	e (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transaction Code (Instr. 8)		ı of		6. Date Exercisable a Expiration Date (Month/Day/Year)		te	nd 7. Title and Al of Securities Underlying Derivative Sec (Instr. 3 and 4		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amount or Number of Shares					
Supplemental Savings Plan Interests	(1)	12/17/2010			A <sup>(2)</sup>		28.706		(2)		(2)	Common Stock	28.706	\$52.99	7,080.5	36	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 12/17/2010.

Jacqueline Katzel FOR Roger 12/20/2010 <u>Fradin</u>

\*\* 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.