SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See

Instruction 1(b)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 20(h) of the Investment Company Act of 1040

			U	Section 30(n) of the line	restment Con	ipany Act of 1940				
1. Name and Address of Reporting Person* <u>DAVIS D SCOTT</u>			<u>H(</u>	2. Issuer Name and Ticker or Trading Symbol <u>HONEYWELL INTERNATIONAL INC</u> [HON]				ationship of Reporting < all applicable) Director Officer (give title	10% C	
(Last)	(First)	(Middle)	3. 0	Date of Earliest Transact	ion (Month/Da	av/Year)	_	below)	below	
115 TABOR ROAD				01/04/2016						
(Street) MORRIS PLAINS	NJ	07950	4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)				Individual or Joint/Group Filing (Check Applicable le) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)						,		Ũ
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
Date		2. Transaction Date (Month/Day/Y	Execution Date,	3. Transaction Code (Instr. 8)	4. Securities Acquired Disposed Of (D) (Instr.		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

(A) or (D) v Price Code Amount (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date 6. Date Exercisable and Expiration Date (Month/Day/Year) 1. Title of Derivative 3A. Deemed Execution Date, 5. Number of Derivative 7. Title and Amount of Securities 8. Price of Derivative 9. Number of derivative 11. Nature of Indirect 10. 2. Conversion Ownership Form: Transaction or Exercise Price of Derivative (Month/Day/Year) Underlying Derivative Sect (Instr. 3 and 4) Security if anv Code (Instr. Securities Security Securities Beneficial Acquired (A) or Disposed Beneficially Owned Direct (D) or Indirect Ownership (Instr. 4) (Instr. 3) (Month/Day/Year) 8) Security (Instr. 5) Following Reported Transaction(s) of (D) (Instr. 3, 4 and 5) (I) (Instr. 4) Security Amount (Instr. 4) Number Expiration Date Date v Code (A) (D) Exercisable Title of Shares Deferred Compensation Commo **A**⁽²⁾ (1) 01/04/2016 579.318 (2) (2) 579.318 \$103.57 15,005.597 D (Phantom Stock . Shares)

Explanation of Responses:

1. Instrument converts to common stock on a one-for-one basis.

2. Phantom shares are accrued under the Deferred Compensation Plan for Non-Employee Directors and will be settled in cash upon termination or retirement.

<u>Jacqueline Katzel FOR D. Scott</u> <u>Davis</u>	<u>01/06/2016</u>
** Signature of Reporting Person	Date

** 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.