UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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FORM 4

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

1. Name and Addres	1 0	on*		lssuer Name and Tick ONEYWELL I	0	Symbol <u>TIONAL INC</u> [5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
) [NC			X X	Director Officer (give title below)	10% C Other below	(specify	
(Last) (First) (Middle) 300 SOUTH TRYON STREET				Date of Earliest Transa /28/2020	action (Month/	Day/Year)	Chairman and CEO				
(Street) CHARLOTTE NC 28202				If Amendment, Date of	Original Filed	I (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(City)	(State)	(Zip)						Form filed by Mor	e than One Repo	rting Person	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3) 2. Transac Date				2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	

	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr.		Disposed Of (D) (instr. 3, 4 and 5)			Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(11150.4)
Common Stock	09/28/2020		M ⁽¹⁾		97,162	Α	\$57 ⁽²⁾	200,677	D	
Common Stock	09/28/2020		F ⁽¹⁾		62,612	D	\$164.42 ⁽³⁾	138,065	D	
Common Stock	09/28/2020		S ⁽¹⁾		20,000	D	\$163.95 ⁽⁴⁾	118,065	D	
Common Stock								1,469	Ι	Held in 401(k) plan

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		Deri Secu Acq or D	umber of vative urities uired (A) isposed D) (Instr. 3, d 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		n Date of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Stock Option (right to buy)	\$57 ⁽²⁾	09/28/2020		M ⁽¹⁾			97,162 ⁽²⁾	02/28/2016 ⁽⁵⁾	02/28/2022	Common Stock	97,162 ⁽²⁾	\$0.00	0	D	

Explanation of Responses:

1. The transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 27, 2020.

2. All options and restricted stock units held by the Reporting Person have been adjusted to increase the number of shares and, in the case of the options, reduce the exercise price, in a manner subject to the adjustment provisions of the AdvanSix Inc. spin-off from Honeywell which occurred on October 1, 2016; the Garrett Motion Inc. spin-off from Honeywell which occurred on October 1, 2018; and the Resideo Technologies, Inc. spin-off from Honeywell which occurred on October 29, 2018.

3. The price reported in this column is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$163.31 to \$165.83, inclusive. The Reporting Person undertakes to provide to Honeywell International Inc., any security holder of Honeywell International Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

4. The price reported in this column is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$163.24 to \$164.76, inclusive. The Reporting Person undertakes to provide to Honeywell International Inc., any security holder of Honeywell International Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

5. The Employee Stock Options were granted under the Corporation's 2011 Stock Incentive Plan and vested in four equal annual installments, with the first installment vesting on February 28, 2013.

Remarks:

<u>Su Ping Lu for Darius</u> <u>Adamczyk</u>	<u>09/29/2020</u>
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** 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.