SEC Form 4

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

D

OMB Number: 3235-0									
Estimated average burden									
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner										
(Last) (First) (Middle) 300 SOUTH TRYON STREET 3. Date of Earliest Transaction (Month/Day/Year)	Officer (give title below)	Other (below)	(specify								
4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individe Line) (Street) CHARLOTTE NC 28202 X											
CHARLOTTE NC 26202	Form filed by More than One Reporting										
(City) (State) (Zip)	Person										
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
Date Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 and 5) (Month/Day/Year) (Month/Day/Year) 8) (Month/Day/Year) (M	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership								
Code V Amount (A) or Price 1	Transaction(s) (Instr. 3 and 4)		(Instr. 4)								

04/23/2021 M 372 A \$224.59 6,487 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puis, cans, 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)				Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr.			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)		
Restricted Stock Units	(1)	04/23/2021		М			372 ⁽²⁾⁽³⁾	(4)	(4)	Common Stock	372 ⁽²⁾⁽³⁾	\$0.00	0	D	

Explanation of Responses:

Common Stock

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

2. Includes the reinvestment of dividend equivalents into 21 additional restricted stock units.

3. The Restricted Stock Units were adjusted to increase the number of shares in a manner subject to the adjustment provisions of 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.

4. The Restricted Stock Units were granted under the 2016 Stock Plan for Non-Employee Directors of Honeywell International Inc. with all units vesting on April 23, 2021.

Remarks:

<u>Su Ping Lu for Robin L.</u> <u>Washington</u>

<u>04/27/2021</u>

** Signature of Reporting Person Date

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

 \ast 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.