SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 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 Ac Dallara Qu	ldress of Reportii <u>1</u> 0	ng Person [*]	2. Date of Event Requiring Statement (Month/Day/Year) 10/18/2018		3. Issuer Name and Ticker or Trading Symbol HONEYWELL INTERNATIONAL INC [HON]					
(Last) (First) (Middle) 115 TABOR ROAD					4. Relationship of Reporting Pers (Check all applicable) Director Officer (give title	on(s) to Issue 10% Owne Other (spe	r (Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) MORRIS PLAINS	MORRIS NJ 07950 PLAINS				X Oncer (give the below) Pres/CEO -Connected	below)	Appl	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	y) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect ((Instr. 5)	rship irect (D) (Instr. 5) ct (I)			
Common Stock					1,150	D				
Common Stock					75.533	I	I Held in 401(k) plan		in	
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratio Date	n Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Employee Stock Options (right to buy)			(1)	02/27/202	7 Common Stock	13,146	123.61	D		
Employee Stock Options (right to buy)			(2)	02/26/202	8 Common Stock	21,337	153.67	D		
Restricted Stock Units			(4)	(4)	Common Stock	5,234	(3)	D		
Restricted Stock Units			(5)	(5)	Common Stock	1,618	(3)	D		
Restricted Stock Units			(6)	(6)	Common Stock	1,821	(3)	D		
Restricted Stock Units			(7)	(7)	Common Stock	3,236	(3)	D		
Restricted Stock Units			(8)	(8)	Common Stock	7,079	(3)	D		
Supplemental Savings Plan Interests			(9)	(9)	Common Stock	324.267	(9)	D		

Explanation of Responses:

1. The Employee Stock Options were granted under the 2016 Stock Incentive Plan with 3,286 options fully vested and 3,287 options vesting on February 28, 2019, 3,286 options vesting on February 28, 2020 and 3,287 options vesting on February 28, 2021.

2. The Employee Stock Options were granted under the 2016 Stock Incentive Plan with 5,334 options vesting on each of February 27, 2019, February 27, 2020 and February 27, 2021 and with 5,335 options vesting on February 27, 2022.

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

4. The Restricted Stock Units were granted under the 2016 Stock Incentive Plan with 3,489 units vesting on January 13, 2019 and 1,745 units vesting on January 13, 2020.

5. The Restricted Stock Units were granted under the 2016 Stock Incentive Plan with 808 units vesting on January 13, 2020 and 810 units vesting on January 13, 2022.

6. The Restricted Stock Units were granted under the 2016 Stock Incentive Plan with all units vesting on February 28, 2020.

7. The Restricted Stock Units were granted under the 2016 Stock Incentive Plan with 1,067 units vesting on February 27, 2020, 1,068 units vesting on February 27, 2022 and 1,101 units vesting on February 27, 2024

8. The Restricted Stock Units were granted under the 2016 Stock Incentive Plan with 2,335 units vesting on December 26, 2019, 2,336 units vesting on December 26, 2021 and 2,408 units vesting on December 26, 2023.

9. Instrument converts to common stock on a one-for-one basis and reflects phantom shares of common stock represented by Company contributions to my account under the Executive Supplemental Savings Plan under rule 16b-3.

> Su Ping Lu for Que Dallara 10/26/2018

** 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 5 (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.

This Statement confirms that the undersigned, Que Dallara, has authorized and designated Anne T. Madden or Su Ping Lu (the "Designees") to execute and file on the undersigned's behalf all Forms 3, 4 and 5 (including any amendments thereto) that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Honeywell International Inc. The authority of the Designees under this Statement shall continue until the undersigned is no longer required to file Forms 4 and 5 with regard to the undersigned's ownership of or transactions in securities of Honeywell International Inc., unless earlier revoked in writing. The undersigned acknowledges that the Designees are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

Date: October 18, 2018

/s/ Que Dallara Que Dallara