

FORM 4

OMB APPROVAL

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[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol	
Gilligan, J. Kevin			Honeywell International Inc. (HON)	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Day/Year
				November 22, 2002
c/o Honeywell International Inc.				
1600 Utica Avenue South, Suite 300				
(Street)			5. If Amendment, Date of Original (Month/Day/Year)	
St. Louis Park,	MN	55416		
(City)	(State)	(Zip)		

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director	10% Owner
<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)
President and Chief Executive Officer Automation and Control Solutions	

7. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person

Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D)
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Date, if any (Month/ Day/ Year)	(Instr.8)		(Instr. 3, 4 and 5)		
	Code	V	Amount	(A) or (D)	Price

5. Amount of
Securities
Beneficially
Owned Following
Reported Transaction(s)
(Instr. 3 and 4)

6. Ownership
Form: Direct
(D) or Indirect (I)
(Instr. 4)

7. Nature of
Indirect
Beneficial
Ownership
(Instr. 4)

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	
				Code	V	(A)	(D)

Supplemental Savings Plan Interests	1 for 1	11/22/02		A	(1)	70.045	
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6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)
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Date Exercisable	Expi-ration Date	Title	Amount or Number of Shares	Price	Number
1/2004	N/A	Common Stock	70.045	24.16	2104.02

10. Ownership Form of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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D

Explanation of Responses:

- (1) Reflects phantom shares of Common Stock represented by Company Contributions to my account under the Executive Supplemental Savings Plan, an 'Excess Benefit Plan' under Rule 16b-3, on 11/22/02.

/s/ Gail E. Lehman	November 26, 2002
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**Signature of Reporting Person	Date
FOR J. KEVIN GILLIGAN	

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.