SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

eck this box if no longer subject to tion 16. Form 4 or Form 5 gations may continue. See ruction 1(b).	STATE
ruction 1(b).	

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 Address of Reporting Person* <u>FRADIN ROGER</u>					2. Issuer Name and Ticker or Trading Symbol <u>HONEYWELL INTERNATIONAL INC</u> [HON]							elationship o eck all applic Directo	able)	g Perso	n(s) to Issi 10% Ov Other (s	wner
(Last) 101 COLU	(Fir: JMBIA RO	,	/iddle)		3. Date of Earliest Transaction (Month/Day/Year) 12/16/2011							below)	resident &	& CEC	below)	speeny
(Street) MORRIST (City)	FOWN NJ (Sta		7960 Tip)		4. If Ame	endment, Date of	Original	Filed (Month/Day	//Year)	Line	X Form fi	led by One led by Mor	e Repor	Check App ting Person One Repon	n
		Tabl	e I - Nor	n-Deriv	ative Se	curities Acq	uired,	Disp	osed of	f, or Bei	eficiall	y Owned				
Date				action Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			5. Amour Securitie Beneficia Owned F	s Illy ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
								v	Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)			(Instr. 4)
		т				urities Acqu s, warrants,						Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Executior if any (Month/Da	Date, Transactio Code (Inst			Expiration Date of Secur (Month/Day/Year) Underlyi				g Security	Derivative derivative Security Securitie curity (Instr. 5) Benefici			10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)

					3, 4 and 5)							(Instr. 4)		
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Supplemental Savings Plan Interests	(1)	12/16/2011	A ⁽²⁾		35.808		(2)	(2)	Common Stock	35.808	\$53.1	8,128.356	D	

Explanation of Responses:

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

2. Reflects phantom shares of common stock represented by Company contributions to my account under the Executive Supplemental Savings Plan under Rule 16b-3 on 12/16/2011.

Jacqueline Katzel FOR Roger
Fradin

** Signature of Reporting Person Date

12/20/2011

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.