FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

| wasnington, | D.C. | 20549 |  |
|-------------|------|-------|--|
|             |      |       |  |

|  | _ |
|--|---|
| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | Ρ |

| 1 | OMB APPRO               | IVAL      |  |  |  |  |
|---|-------------------------|-----------|--|--|--|--|
|   | OMB Number:             | 3235-0287 |  |  |  |  |
|   | Estimated average burde | en        |  |  |  |  |
|   | hours per response:     | 0.5       |  |  |  |  |
|   |                         |           |  |  |  |  |

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

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>GILLETTE ROBERT J</u>  |   |  |  |                  | 2. Issuer Name and Ticker or Trading Symbol HONEYWELL INTERNATIONAL INC HON ] |  |                                |                   |  |   |   | (Che   | ck all applic<br>Directo  | able)   | Person(s) to Is<br>10% C                                    |  |  |
|--|---|--|--|------------------|---|--|--------------------------------|-------------------|--|---|---|--|---|---------|---|--|--|
| (Last)<br>HONEYW   |   | ,  | 1iddle)  |                  | 3. Date of Earliest Transaction (Month/Day/Year) 09/19/2003                   |  |                                |                   |  |   |   | below)   |   | below,  |   |  |  |
| 23326 HAWTHORNE BLVD STE 200   |   |  |  | 4. If            | 4. If Amendment, Date of Original Filed (Month/Day/Year)                      |  |                                |                   |  |   |   | 6. In  | 6. Individual or Joint/Group Filing (Check Applicable             |         |   |  |  |
| (Street) TORRANG   | CE CA   | 90   | 0505-3756  |                  |   |  |                                |                   |  | Line  | Form fi   | Form filed by One Reporting Person Form filed by More than One Reporting |   |         |   |  |  |
| (City)   | (Stat   | e) (Z                                      | ip)  |                  |   |  |                                |                   |  |   |   |  |   |         |   |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |   |  |  |                  |   |  |                                |                   |  |   |   |  |   |         |   |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)  |   |  |  | Execution Date,  |   | 3. Transaction Code (Instr. 8)  4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4) |                                |                   |  | 5. Amount<br>Securities<br>Beneficia<br>Owned For<br>Reported | Form (D) or ollowing (I) (In:   | i. Ownership<br>Form: Direct<br>D) or Indirect<br>I) (Instr. 4)          | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |         |   |  |  |
|  |   |  |  |                  |   |  |                                | Code              | v  | Amount  | (A) or<br>(D)   | Price  | Transacti<br>(Instr. 3 a  | on(s)   |   | (IIISu. 4)   |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |  |                  |   |  |                                |                   |  |   |   |  |   |         |   |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year | Code             | e (Instr. of Derivati Securiti Acquire (A) or Dispose of (D) (I)              |  | Derivative Securities Acquired |                   | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |   | 7. Title and Amou<br>of Securities<br>Underlying<br>Derivative Securi<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)               |         | Ownersh<br>Form:<br>Direct (D)<br>or Indirec<br>(I) (Instr. | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |   |  |  | Code             | v   | (A)  | (D)                            | Date<br>Exercisal |  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares                                   |   |         |   |  |  |
| Supplemental<br>Savings Plan<br>Interests  | \$1   | 09/19/2003                                 |  | A <sup>(1)</sup> |   | 19.251   |                                | 08/08/19          | 88   | 08/08/1988  | Common<br>Stock   | 19.251   | \$27.97   | 978.889 | D   |  |  |

## **Explanation of Responses:**

1. Reflects phantom shares of common stock represented by Company contributions to my account under the Executive Supplemental Savings Plan under Rule 16b-3 on 9/19/03.

Gail E. Lehman for Robert J. 09/23/2003 **Gillette** 

\*\* 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.