SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-028

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 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 OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

							.,												
1. Name and Address of Reporting Person* KREINDLER PETER M (Last) (First) (Middle)						2. Issuer Name and Ticker or Trading Symbol <u>HONEYWELL INTERNATIONAL INC</u> [HON] 3. Date of Earliest Transaction (Month/Day/Year)								k all applic Directo Officer below)	Officer (give title Othe below) belo			o Owner er (specify w)	
101 COLU	JMBIA	ROA	۱D				05/11/2007							Sr. V	/P and G	enera	l Counsel		
(Street)						4. If Am	endment, Date of (Original	Filed ((Month/Day	/Yea	r)	6. Ind Line)	ividual or J	oint/Group	Filing	(Check Ap	plicable	
MORRIST	rown	NJ	0	7960									X	Form filed by One Reporting Person Form filed by More than One Reporting					
(City)		(State	e) (Z	Zip)										Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Trans Date (Month/I)				action Day/Year)	Execution Date, Transaction Disposed Of (D) (Instr. 3,				4 and Securities Beneficially			/nership : Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)						
							Code	v	Amount		(A) or (D)	Price	Transacti (Instr. 3 a	on(s)			(1150. 4)		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of	2.		3. Transaction	3A. Deem	he	4	5. Number	6 Date I	Exerci	sable and	7 1	Title and	Amount	8 Price of	9 Numbe	er of	10.	11. Nature	

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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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	Amount or Number of Shares					
Supplemental Savings Plan Interests	(1)	05/11/2007		A ⁽²⁾		24.757		(2)	(2)	Common Stock	24.757	\$57.79	9,371.467	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 05/11/2007.

Jacqueline Whorms FOR Peter	05/15/2007
M. Kreindler	05/15/2007

** 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.