FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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Washington,	D.C. 2	0549

**OWNERSHIP** 

STATEMENT	OF	CHANGES	IN BEN	IEFICIAL

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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). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	nd Address o n John F.	f Reporting Person*				<u>IEY</u>	me <b>and</b> Tick				L INC	[			ıble)	g Perso	10% Ov	vner
(Last) 855 S. M	( IINT STRE	First) ET	(Middle)		3. Date 02/26		nsaction (Month/Day/Year)						below)	below) O, SPS				
(Street) CHARLO		NC State)	28202 (Zip)		4. If Ar	nendr	ment, Date o	f Original	Filed	(Month/Da	y/Year)		6. Ind Line)		ed by One	e Repor	Check App ting Persor One Repor	1
		7	able I - No	n-Deriv	ative \$	Secu	ırities Ac	quired,	Dis	posed o	of, or Be	nefi	cially	Owned				
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.		4. Securities Acquired (A) or			or	5. Amount Securities Beneficial Owned Fo	ly	Form:	Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
							v	Amount	(A) (D)	or P	rice	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)		
Common Stock		02/26	6/2022		A		4,744	744 <sup>(1)</sup> A		\$0.00	44,052			D				
Common Stock 02/26/202		/2022			F		2,12	1 D	) [	\$186.9	41,9	931		D				
Common	on Stock 02/27/2022		/2022			M		1,594 A			(2)	43,525			D			
Common	Stock			02/27	/2022			F		713	D	) (	\$186.9	42,8	312		D	
Common	Stock													1,009.	.4021		I	Held in 401(k) plan
			Table II -				ities Acq warrants							wned				
1. Title of Derivative Security  2.		Code (Instr.		Derivative		Expiratio	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Securities Underlyin Derivative Security (Instr. 3 and 4)		erlying	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)		
				Cod	e V	(A)	(D)	Date Exercisa		Expiration Date	Title		ount or ober of res		(Instr. 4)			
Restricted Stock Units	(2)	02/27/2022		М			1,594 <sup>(3)(4)</sup>	(5)		(5)	Common Stock	1,5	94(3)(4)	\$0.00	1,529	)(6)	D	

## **Explanation of Responses:**

- 1. Shares of common stock acquired pursuant to Performance Stock Units ("PSU") for the performance period 2019-2021, including dividend equivalents. One-half of the PSUs awarded to the reporting person were settled in cash and did not result in the acquisition of beneficial ownership.
- 2. Instrument converts to common stock on a one-for-one basis
- 3. Includes the reinvestment of dividend equivalents into 112 additional restricted stock units.
- 4. The Restricted Stock Units were adjusted to increase the number of shares in a manner subject to the adjustment provisions of the Garrett Motion Inc. spin-off from Honeywell which occurred on October 1, 2018 and the Resideo Technologies, Inc. spin-off from Honeywell which occurred on October 29, 2018.
- 5. The Restricted Stock Units were granted under the 2016 Stock Incentive Plan of Honeywell International Inc. and its Affiliates and vest in three equal installments on each of February 27 2020, February 27, 2022 and February 27, 2024.
- 6. Excludes reinvestment of dividend equivalents during the vesting period.

## Remarks:

Su Ping Lu for John F. Waldron 03/01/2022

\*\* Signature of Reporting Person

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.