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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934
DATE OF REPORT - February 18, 2005
(Date of earliest event reported)

HONEYWELL INTERNATIONAL INC.
(Exact name of Registrant as specified in its Charter)

DELAWARE (State or other jurisdiction of incorporation)	1-8974 (Commission File Number)	22-2640650 (I.R.S. Employer Identification Number)
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101 COLUMBIA ROAD, P.O. BOX 4000, MORRISTOWN, NEW JERSEY (Address of principal executive offices)	07962-2497 (Zip Code)
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Registrant's telephone number, including area code: (973) 455-2000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 2.02. Results of Operations and Financial Condition.

On February 18, 2005, the Third Circuit Court of Appeals denied Honeywell's appeal of a May 2003 decision by the United States District Court for the District of New Jersey in the matter entitled Interfaith Community Organization et al. v. Honeywell International, Inc., et al., ordering Honeywell to conduct the excavation and transport for offsite disposal of approximately one million tons of chromium residue present at a predecessor Honeywell site located in Jersey City, New Jersey.

As disclosed in prior SEC filings, Honeywell believed that the District Court-ordered remedy would be remanded, reversed or replaced and, accordingly, provisions previously made in Honeywell's financial statements for remedial costs at this site did not assume excavation and offsite removal of chromium. In light of the Appeals Court decision, Honeywell will record a before tax charge of \$278 million in the fourth quarter of 2004, which reflects the incremental cost of implementing the remedy. The charge will reduce Honeywell's reported 2004 earnings per share from the previously announced \$1.68 per share to \$1.49 per share. Implementation of the excavation and offsite removal remedy is expected to take place over a five-year period, and the cost of implementation is expected to be incurred evenly over that period. Honeywell does not expect implementation of the remedy to have a material adverse effect on its future consolidated results of operations, operating cash flows or consolidated financial position.

ITEM 8.01. Other Events

On February 18, 2005, Honeywell International Inc. issued a press release announcing the appeal decision. A copy of the press release is attached on this Report as an exhibit.

ITEM 9.01. Financial Statements and Exhibits.

(c) Exhibits

99.1 Press Release issued February 18, 2005.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 22, 2005

Honeywell International Inc.

By: /s/ Thomas F. Larkins

Thomas F. Larkins
Vice President, Corporate Secretary and
Deputy General Counsel

NEWS RELEASE

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HONEYWELL'S RESPONSE TO
UNITED STATES COURT OF APPEALS FOR
THE THIRD CIRCUIT DECISION:
INTERFAITH COMMUNITY ORGANIZATION v. HONEYWELL

MORRIS TOWNSHIP, NJ, February 18, 2005 -- Honeywell (NYSE: HON) today issued the following statement in response to the denial by the United States Court of Appeals for the Third Circuit of Honeywell's appeal in the matter: Interfaith Community Organization et al. v. Honeywell International, Inc. et al.

"In May 2003, the United States District Court for the District of New Jersey ordered the excavation of approximately one million tons of chromium residue at a predecessor company site in Jersey City, New Jersey.

"The company appealed the court's decision because it believes that capping the site is a better long-term environmental solution that will allow for productive redevelopment sooner than the court-ordered excavation.

"While Honeywell disagrees with today's decision, the company will take a before tax charge of \$278 million in the fourth quarter of 2004, reflecting the anticipated incremental costs associated with implementing the district court's order. Estimated complete implementation of the excavation remedy will take about five years. The charge will reduce the company's reported 2004 earnings per share from the previously announced \$1.68 per share to \$1.49 per share.

"The company is maintaining its previously announced guidance for 2005 EPS of \$1.95 - \$2.05 and cash flow from operations of \$2.4 - \$2.5 billion (free cash flow of \$1.6 - \$1.7 billion). Given the expected five-year implementation, the incremental cash costs of the remedy will not significantly affect previous guidance regarding total future cash commitments for pension, environmental, asbestos, and repositioning expenditures."

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Honeywell International is a \$26 billion diversified technology and manufacturing leader, serving customers worldwide with aerospace products and services; control technologies for buildings, homes and industry; automotive products; turbochargers; and specialty materials. Based in Morris Township, N.J., Honeywell's shares are traded on the New York, London, Chicago and Pacific Stock Exchanges. It is one of the 30 stocks that make up the Dow Jones Industrial Average and is also a component of the Standard & Poor's 500 Index. For additional information, please visit WWW.HONEYWELL.COM

The free cash flow estimate referenced above is derived from estimated cash flow from operations less estimated capital expenditures.

This release contains forward-looking statements as defined in Section 21E of the Securities Exchange Act of 1934, including statements about future business operations, financial performance and market conditions. Such forward-looking statements involve risks and uncertainties inherent in business forecasts as further described in our filings under the Securities Exchange Act.
