FORM 4

Check this box if no longer subject to Section 16, Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL		
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 Instruction 1(b) or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person* (Check all applicable) HONEYWELL INTERNATIONAL INC **COTE DAVID M** Director HON] Officer (give title Other (specify X below) below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Chairman & CEO 07/03/2008 101 COLUMBIA ROAD 6. Individual or Joint/Group Filing (Check Applicable Line) 4. If Amendment, Date of Original Filed (Month/Day/Year) (Street) MORRISTOWN NJ 07960 Form filed by One Reporting Person Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 4. Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature of Disposed Of (D) (Instr. 3, 4 and 5) Form: Direct (D) or Indirect Indirect Beneficial **Execution Date** Transaction Securities (Month/Day/Year) if any Code (Instr. Beneficially (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Transaction(s) Price Code Amount (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 5. Number 3. Transaction 3A. Deemed Execution Date, 6. Date Exercisable and 8. Price of 9. Number of 11. Nature Transaction Code (Instr. 8) of Securities Underlying Derivative Security Conversion **Expiration Date** Derivative derivative Ownership of Indirect Security (Instr. 3) or Exercise Price of Form: Direct (D) (Month/Day/Year if any (Month/Day/Year) Derivative (Month/Day/Year) Securities Beneficial Securities (Instr. 5) Beneficially Ownership Acquired
(A) or
Disposed
of (D) (Instr.
3, 4 and 5)

Explanation of Responses:

Supplemental

Savings Plan

Interests

Derivative

(1)

Security

- 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 07/03/2008.

(A)

96.019

Code

A⁽²⁾

(D)

Exercisable

(2)

Jacqueline Whorms FOR David 07/07/2008 M. Cote

Owned Following

Reported nsaction(s) (Instr. 4)

8,668,786

or Indirect

(I) (Instr. 4)

D

(Instr. 4)

** Signature of Reporting Person Date

Amount Number

of Shares

96.019

\$50.31

(Instr. 3 and 4)

Title

Common

Stock

Expiration 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).

07/03/2008

** 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.