PARDO JAIME CHICO /FA

Form 4 April 28, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

(Last)

(City)

(Instr. 3)

1. Name and Address of Reporting Person *

PARDO JAIME CHICO /FA

(First)

(Middle)

(Street)

(State)

MORRISTOWN, NJ 07960

101 COLUMBIA ROAD

2. Issuer Name and Ticker or Trading

Symbol

HONEYWELL INTERNATIONAL INC [HON]

3. Date of Earliest Transaction (Month/Day/Year)

04/27/2009

4. If Amendment, Date Original

Filed(Month/Day/Year)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

5. Amount of

Securities

Owned

Beneficially

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

X_ Director

Applicable Line)

Officer (give title

2. Transaction Date 2A. Deemed 1.Title of Security

(Month/Day/Year)

(Zip)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

Following Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion

Security

or Exercise

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

5. Number Transaction Derivative Code Securities

6. Date Exercisable and **Expiration Date**

(Month/Day/Year)

7. Title and Amount Underlying Securitie (Instr. 3 and 4)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

6. Ownership

Form: Direct

(I)

(Instr. 4)

(D) or Indirect Beneficial

(Check all applicable)

10% Owner Other (specify

7. Nature of

Ownership

(Instr. 4)

Indirect

Estimated average

burden hours per

1

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Derivative				(A) or							
Security		I	Disposed of								
	((D)									
		(Instr. 3,									
		2	and 5)								
	Code	V	(A)	(D)	Date	Expiration	Title	Amou			
					Exercisable	Date		or			
								Numb			
								of			
								Shares			

 $A^{(1)}$

5,000

Common

Stock

5,00

(1)

04/26/2019

(Month/Day/Year) (Instr. 8) Acquired

Reporting Owners

\$ 30.7

Price of

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
PARDO JAIME CHICO /FA 101 COLUMBIA ROAD MORRISTOWN, NJ 07960	X						

04/27/2009

Signatures

Non-Qualified

Options

(Instr. 3)

Jacqueline Whorms for Jaime Chico
Pardo
04/28/2009

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Represents exempt grant of non-qualified stock options under the 2006 Stock Plan for Non-Employee Directors and vest in four equal annual installments, with the first installment vesting on 4/1/2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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