

Mikkilineni Krishna
Form 3
April 19, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Mikkilineni Krishna			(Month/Day/Year)	HONEYWELL INTERNATIONAL INC [HON]	
(Last)	(First)	(Middle)	04/12/2010	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
101 COLUMBIA ROAD				(Check all applicable)	
(Street)				☐ Director ☐ 10% Owner ☒ Officer ☐ Other (give title below) (specify below) SrVP, Engineering & Operations	6. Individual or Joint/Group Filing(Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person
MORRISTOWN,Â NJÂ 07960					
(City)	(State)	(Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	17,025.9316	D	Â
Common Stock	7,249.075	I	Held in 401(k) plan

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Options (right to buy)	Â <u>(1)</u>	07/15/2011	Common Stock	20,000	\$ 36.27	D	Â
Employee Stock Options (right to buy)	Â <u>(1)</u>	02/06/2013	Common Stock	20,000	\$ 23.93	D	Â
Employee Stock Options (right to buy)	Â <u>(2)</u>	02/05/2014	Common Stock	20,000	\$ 35.65	D	Â
Employee Stock Options (right to buy)	Â <u>(2)</u>	02/01/2015	Common Stock	20,000	\$ 36.51	D	Â
Employee Stock Options (right to buy)	Â <u>(2)</u>	02/16/2016	Common Stock	25,000	\$ 42.32	D	Â
Employee Stock Options (right to buy)	Â <u>(3)</u>	02/17/2017	Common Stock	13,000	\$ 47.38	D	Â
Employee Stock Options (right to buy)	Â <u>(4)</u>	02/25/2018	Common Stock	13,000	\$ 58.48	D	Â
Employee Stock Options (right to buy)	Â <u>(5)</u>	02/23/2019	Common Stock	28,000	\$ 28.35	D	Â
Employee Stock Options (right to buy)	Â <u>(6)</u>	02/25/2020	Common Stock	50,000	\$ 40.17	D	Â
Restricted Stock Units	Â <u>(7)</u>	Â <u>(7)</u>	Common Stock	5,100	\$ <u>(8)</u>	D	Â
Restricted Stock Units	Â <u>(9)</u>	Â <u>(9)</u>	Common Stock	11,390	\$ <u>(8)</u>	D	Â
Restricted Stock Units	Â <u>(10)</u>	Â <u>(10)</u>	Common Stock	2,763.652	\$ <u>(8)</u>	D	Â
Restricted Stock Units	Â <u>(11)</u>	Â <u>(11)</u>	Common Stock	15,786.813	\$ <u>(8)</u>	D	Â
Restricted Stock Units	Â <u>(12)</u>	Â <u>(12)</u>	Common Stock	10,736.922	\$ <u>(8)</u>	D	Â
Restricted Stock Units	Â <u>(13)</u>	Â <u>(13)</u>	Common Stock	12,500	\$ <u>(8)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mikkilineni Krishna 101 COLUMBIA ROAD MORRISTOWN,Â NJÂ 07960	Â	Â	Â SrVP, Engineering & Operations	Â

Signatures

Jacqueline Katzel for Krisna
Mikkilineni

04/19/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The Employee Stock Options were granted under the Corporation's 1993 Stock Plan and are fully vested.
- (2) The Employee Stock Options were granted under the Corporation's 2003 Stock Incentive Plan and are fully vested.
- (3) The Employee Stock Options were granted under the Corporation's 2006 Stock Incentive Plan with 9,750 options fully vested and 3,250 that will vest on February 26, 2011.
- (4) The Employee Stock Options were granted under the Corporation's 2006 Stock Incentive Plan with 6,500 options fully vested and 3,250 that will vest on each of February 26, 2011 and February 26, 2012.
- (5) The Employee Stock Options were granted under the Corporation's 2006 Stock Incentive Plan with 7,000 options fully vested and 7,000 that will vest on each of February 24, 2011, February 24, 2012 and February 24, 2013.
- (6) The Employee Stock Options were granted under the Corporation's 2006 Stock Incentive Plan and vest in four equal annual installments with the first installment vesting on February 26, 2011.
- (7) The Restricted Stock Units were granted under the Corporation's 2003 Stock Incentive Plan with 5,100 units vesting on July 17, 2010.
- (8) Instrument converts to common stock on a one-for-one basis.
- (9) The Restricted Stock Units were granted under the Corporation's 2006 Stock Incentive Plan with 5,610 units vesting on June 28, 2011 and 5,780 units vesting on June 28, 2013.
- (10) The Restricted Stock Units were granted under the Corporation's 2006 Stock Incentive Plan with all units vesting on February 26, 2011.
- (11) The Restricted Stock Units were granted under the Corporation's 2006 Stock Incentive Plan with 4,950 units vesting on each of July 25, 2011 and July 25, 2013 and 5,100 units vesting on July 25, 2015.
- (12) The Restricted Stock Units were granted under the Corporation's 2006 Stock Incentive Plan with all units vesting on February 24, 2012.
- (13) The Restricted Stock Units were granted under the Corporation's 2006 Stock Incentive Plan with all units vesting on February 26, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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