

Ismail Alexandre
Form 3
April 30, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *

^ Ismail Alexandre

(Last) (First) (Middle)

101 COLUMBIA ROAD

(Street)

MORRISTOWN, ^ NJ ^ 07960

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/29/2009

3. Issuer Name **and** Ticker or Trading Symbol

HONEYWELL INTERNATIONAL INC [HON]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

___ Director ___ 10% Owner

☒ Officer ___ Other
(give title below) (specify below)

President and CEO, TS

6. Individual or Joint/Group

Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person

___ Form filed by More than One
Reporting Person

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

4,083.237

D ^

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

SEC 1473 (7-02)

**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 control number.**

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
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Date Expiration
Exercisable Date

Title Amount or
Number of

Edgar Filing: Ismail Alexandre - Form 3

				Shares		(I) (Instr. 5)	
Employee Stock Options (right to buy)	Â <u>(1)</u>	01/27/2010	Common Stock	500	\$ 45.72	D	Â
Employee Stock Options (right to buy)	Â <u>(1)</u>	07/15/2011	Common Stock	7,500	\$ 36.27	D	Â
Employee Stock Options (right to buy)	Â <u>(2)</u>	02/05/2014	Common Stock	12,000	\$ 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>	02/25/2017	Common Stock	14,000	\$ 47.38	D	Â
Employee Stock Options (right to buy)	Â <u>(4)</u>	02/25/2018	Common Stock	14,000	\$ 58.48	D	Â
Employee Stock Options (right to buy)	Â <u>(5)</u>	02/23/2019	Common Stock	30,000	\$ 28.35	D	Â
Restricted Stock Units	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	8,040	\$ <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(8)</u>	Â <u>(8)</u>	Common Stock	17,000	\$ <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(9)</u>	Â <u>(9)</u>	Common Stock	2,800	\$ <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(10)</u>	Â <u>(10)</u>	Common Stock	2,800	\$ <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(11)</u>	Â <u>(11)</u>	Common Stock	11,235	\$ <u>(7)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ismail Alexandre 101 COLUMBIA ROAD MORRISTOWN, NJ 07960	Â	Â	Â President and CEO, TS	Â

Signatures

Jacqueline Whorms for Alexandre Ismail 04/30/2009

__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 7,000 options fully vested and 3,500 options that will vest on each of February 26, 2010 and February 26, 2011.
- (4) The Employee Stock Options were granted under the Corporation's 2006 Stock Incentive Plan with 3,500 options fully vested and 3,500 that options will vest on each of February 26, 2010, February 26, 2011 and February 26, 2012.
- (5) 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 24, 2010.
- (6) The Restricted Stock Units were granted under the Corporation's 2003 Stock Incentive Plan with 3,960 units vesting on June 14, 2009 and 4,080 units vesting on June 14, 2011.
- (7) Instrument converts to common stock on a one-for-one basis.
- (8) The Restricted Stock Units were granted under the Corporation's 2006 Stock Incentive Plan with 5,610 units vesting on each of August 4, 2009 and August 4, 2011 and 5,780 units vesting on August 4, 2013.
- (9) The Restricted Stock Units were granted under the Corporation's 2006 Stock Incentive Plan with all units vesting on February 26, 2010.
- (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 all units vesting on February 24, 2012.

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.