

Matteo Adam
 Form 3
 December 11, 2012

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Matteo Adam		(Month/Day/Year)	HONEYWELL INTERNATIONAL INC [HON]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		12/05/2012		
101 COLUMBIA ROAD			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
	(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
MORRISTOWN,Â NJÂ 07960			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	(give title below)	(specify below)
			Vice President and Controller	

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	0	D	Â
Common Stock	12.21	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)

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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
--	--	---	---	---	---

Edgar Filing: Matteo Adam - Form 3

	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>	04/28/2018	Common Stock	2,500	\$ 60.59	D	Â
Employee Stock Options (right to buy)	Â <u>(2)</u>	02/23/2019	Common Stock	2,000	\$ 28.35	D	Â
Employee Stock Options (right to buy)	Â <u>(3)</u>	02/25/2020	Common Stock	8,000	\$ 40.17	D	Â
Employee Stock Options (right to buy)	Â <u>(4)</u>	02/24/2021	Common Stock	8,000	\$ 57.05	D	Â
Employee Stock Options (right to buy)	Â <u>(5)</u>	02/28/2022	Common Stock	5,500	\$ 59.87	D	Â
Restricted Stock Units	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	3,036.2	\$ 0 <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(8)</u>	Â <u>(8)</u>	Common Stock	2,135.24	\$ 0 <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(9)</u>	Â <u>(9)</u>	Common Stock	286.123	\$ 0 <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(10)</u>	Â <u>(10)</u>	Common Stock	1,664.042	\$ 0 <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(11)</u>	Â <u>(11)</u>	Common Stock	4,135.48	\$ 0 <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(12)</u>	Â <u>(12)</u>	Common Stock	1,276.358	\$ 0 <u>(7)</u>	D	Â
Supplemental Savings Plan Interests	Â <u>(13)</u>	Â <u>(13)</u>	Common Stock	34.299	\$ <u>(13)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Matteo Adam 101 COLUMBIA ROAD MORRISTOWN, NJ 07960	Â	Â	Â Vice President and Controller	Â

Signatures

Jacqueline Katzel for Adam
Matteo

12/11/2012

__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 2006 Stock Incentive Plan and are fully vested.
- (2) The Employee Stock Options were granted under the Corporation's 2006 Stock Incentive Plan with 2,000 options vesting on February 24, 2013.
- (3) The Employee Stock Options were granted under the Corporation's 2006 Stock Incentive Plan with 4,000 options fully vested and 2,000 options that will vest on each of February 26, 2013 and February 26, 2014.
- (4) The Employee Stock Options were granted under the Corporation's 2006 Stock Incentive Plan with 2,000 options fully vested and 2,000 options that will vest on each of February 25, 2013, February 25, 2014 and February 25, 2015.
- (5) The Employee Stock Options were granted under the Corporation's 2011 Stock Incentive Plan and vest in four equal annual installments with the first installment vesting on March 1, 2013.
- (6) The Restricted Stock Units were granted under the Corporation's 2006 Stock Incentive Plan with 1,320 vesting on July 25, 2013 and 1,360 vesting on July 25, 2015.
- (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 all units vesting on February 26, 2013.
- (9) The Restricted Stock Units were granted under the Corporation's 2006 Stock Incentive Plan with all units vesting on March 12, 2013.
- (10) The Restricted Stock Units were granted under the Corporation's 2006 Stock Incentive Plan with all units vesting on February 25, 2014.
- (11) The Restricted Stock Units were granted under the Corporation's 2011 Stock Incentive Plan with 1,320 vesting on each of July 29, 2014 and July 29, 2016 and 1,360 vesting on July 29, 2018.
- (12) The Restricted Stock Units were granted under the Corporation's 2011 Stock Incentive Plan with all units vesting on March 1, 2015.
- (13) Instrument converts to common stock on a one-for-one basis and reflects phantom shares of common stock represented by Company contributions to my account under the Executive Supplemental Savings Plan under rule 16b-3 on December 5, 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.