Edgar Filing: James Mark R. - Form 4

James Marl	κ R .										
Form 4											
September	14, 2009										
FORM	Л 4								PPROVAL		
	UNITED	STATES		RITIES A			E COMMISSION	NOMB Number:	3235-0287		
Check t				_				Expires:	January 31,		
if no los subject		MENT OI	F CHAI	NGES IN	BENE	FICIAL O	WNERSHIP OF	Estimated	2005 average		
Section 16. SECURITIES								burden hou			
	Form 4 or								. 0.5		
Form 5 obligati							inge Act of 1934,				
may co				•	•	- ·	t of 1935 or Section	on			
See Inst	ruction	30(h)	of the I	nvestmen	t Compa	ny Act of 1	1940				
1(b).											
(Print or Type	Responses)										
× 51	1 /										
1. Name and	Address of Reporting	Person [*]	2. Issu	er Name an	d Ticker o	r Trading	5. Relationship of Reporting Person(s) to				
James Mar		Symbol			-	Issuer					
			HONE	YWELL	INTERN	VATIONA	(Check all applicable)				
			INC [H	ION]			(Check an applicable)				
(Last)	st) (First) (Middle) 3. Date of Earliest Tr				Transaction	1	Director		% Owner		
		(Month/	Day/Year)				X_ Officer (give title Other (specify below) below)				
101 COLUMBIA ROAD			09/11/2	2009			· ·	Sr. VP, HR & Communications			
		4. If Am	endment, D	ate Origin	al	6. Individual or J	6. Individual or Joint/Group Filing(Check				
		onth/Day/Yea	1								
							X Form filed by				
MORRIST	OWN, NJ 07960						Person	More than One R	eporting		
(City)	(State)	(Zip)	Tal	ole I - Non-J	Derivativ	e Securities A	Acquired, Disposed (of. or Beneficia	llv Owned		
1.Title of	2. Transaction Date	2A Deem		3.	4. Securi			6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if						Form: Direct	Indirect		
(Instr. 3)		any		Code	Disposed		•	(D) or Indirect			
	(Month/Da	y/Year)	(Instr. 8) (Instr. 3, 4 and 5)				(I) (Instr. 4)	Ownership (Instr. 4)			
							Reported	(1130.4)	(111511. 4)		
						(A) or	Transaction(s)				
				Code V	Amount		(Instr. 3 and 4)				
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	ficially ov	uned directly	or indirectly				
Remnuer. Re	port on a separate find			unities belle	-	-	spond to the colle	ction of	SEC 1474		
					infor	mation con	tained in this form	are not	(9-02)		
							ond unless the for				
					aispi	ays a curre	ently valid OMB co	ntroi			

number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.		Acquired (or Dispose (D) (Instr. 3, 4, and 5)	d of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Supplemental Savings Plan Interests	(1)	09/11/2009		A <u>(2)</u>		10.077		(2)	(2)	Common Stock	10.077

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
James Mark R. 101 COLUMBIA ROAD MORRISTOWN, NJ 07960			Sr. VP, HR & Communications					
Signatures								
Jacqueline Whorms FOR Mark	P							

Jacqueline Whorms FOR Mark R. James

09/14/2009

Date

<u>**</u>Signature of Reporting Person

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) 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 09/11/2009.

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.