

HONEYWELL INTERNATIONAL INC

Form FWP

July 25, 2007

Filed Pursuant to Rule 433

Registration Statement No. 333-141013

July 24, 2007

Honeywell International Inc.

Pricing Term Sheet

Floating Rate Senior Notes due 2009

|                                   |  |
|-----------------------------------|--|
| Issuer:                           | Honeywell International Inc.   |
| Security Type:                    | SEC Registered   |
| Principal Amount:                 | \$500,000,000  |
| Coupon:                           | Floating: Three-month USD LIBOR plus 0.05% per annum   |
| Stated Maturity Date:             | July 27, 2009  |
| Issue Price:                      | 100.000%   |
| Trade Date:                       | July 24, 2007  |
| Original Issue / Settlement Date: | July 27, 2007  |
| Interest Determination Date:      | For each interest period, the second London business day preceding such interest period  |
| Interest Payment Dates:           | January 27, April 27, July 27 and October 27 of each year, commencing October 27, 2007   |
| Expected Ratings:                 | A2 by Moody's Investors Service, A by Standard & Poor's Rating Services, A+ by Fitch Ratings and A by Dominion Bond Rating Service, in each case with a stable outlook   |
| Joint Bookrunners:                | J.P. Morgan Securities Inc.<br>Deutsche Bank Securities Inc.   |
| Senior Co-Managers:               | UBS Securities LLC<br>Banc of America Securities LLC<br>Barclays Capital Inc.<br>Citigroup Global Markets, Inc.<br>Goldman, Sachs & Co.  |
| Co-Managers:                      | Greenwich Capital Markets, Inc.<br>ABN AMRO Incorporated<br>BNP Paribas Securities Corp.<br>HSBC Securities (USA) Inc.<br>Mitsubishi UFJ Securities International plc*<br>SG Americas Securities, LLC<br>Wachovia Capital Markets, LLC |

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

**The issuer has filed a registration statement (including a prospectus and the accompanying prospectus supplement) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus and the accompanying prospectus supplement in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus and the accompanying prospectus supplement if you request it by calling J.P. Morgan Securities Inc. at (212) 834-4533 (collect), Deutsche Bank Securities Inc. at (800) 503-4611 (toll free) or UBS Securities LLC at (888) 722-9555 (ext. 1088) (toll free).**



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Honeywell International Inc.

### Pricing Term Sheet

#### 5.625% Senior Notes due 2012

|                                   |   |
|-----------------------------------|---|
| Issuer:                           | Honeywell International Inc.  |
| Security Type:                    | SEC Registered  |
| Principal Amount:                 | \$400,000,000   |
| Coupon:                           | 5.625% per annum  |
| Stated Maturity Date:             | August 1, 2012  |
| Issue Price:                      | 99.805%   |
| Yield to Maturity:                | 5.670%  |
| US Treasury Benchmark:            | 4.875% due 6/30/2012  |
| US Treasury Yield:                | 4.820%  |
| Spread to US Treasury:            | 0.85%   |
| Trade Date:                       | July 24, 2007   |
| Original Issue / Settlement Date: | July 27, 2007   |
| Interest Payment Dates:           | February 1 and August 1 of each year, commencing February 1, 2008   |
| Make Whole Call:                  | T + 12.5 bp   |
| Expected Ratings:                 | A2 by Moody's Investors Service, A by Standard & Poor's Rating Services, A+ by Fitch Ratings and A by Dominion Bond Rating Service, in each case with a stable outlook                              |
| Joint Bookrunners:                | J.P. Morgan Securities Inc.<br>Deutsche Bank Securities Inc.  |
| Senior Co-Managers:               | UBS Securities LLC<br>Banc of America Securities LLC<br>Barclays Capital Inc.<br>Citigroup Global Markets, Inc.<br>Goldman, Sachs & Co.<br>Greenwich Capital Markets, Inc.                          |
| Co-Managers:                      | ABN AMRO Incorporated<br>BNP Paribas Securities Corp.<br>HSBC Securities (USA) Inc.<br>Mitsubishi UFJ Securities International plc*<br>SG Americas Securities, LLC<br>Wachovia Capital Markets, LLC |

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**\* An initially distributed version of the pricing term sheet incorrectly referred to Lazard Capital Markets LLC rather than Mitsubishi UFJ Securities International plc.**

