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HONEYWELL INTERNATIONAL INC  
Form 13F-HR  
August 04, 2008

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2008

Check here if Amendment [ ]; Amendment Number: \_\_\_\_\_

This Amendment (Check only one.): [ ] is a restatement.

[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Honeywell International Inc.  
Address: P.O. Box 1219  
101 Columbia Road  
Morristown, New Jersey 07960

Form 13F File Number: 28-1879

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Harsh Bansal  
Title: Vice President - Investments of Honeywell International Inc.  
Phone: (973) 455-4502  
Signature, Place, and Date of Signing:

/s/ Harsh Bansal Morris Township, New Jersey August 4, 2008

-----  
Harsh Bansal

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: [If there are no entries in this list, omit this section.]

| Form 13F File Number | Name |
|----------------------|------|
| NONE                 |      |

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1  
 Form 13F Information Table Entry Total: 168  
 Form 13F Information Table Value Total: \$1,788,015  
 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

| No. | Form 13F File Number | Name                             |
|-----|----------------------|----------------------------------|
| 1.  | 28-7176              | Honeywell Capital Management LLC |

13F REPORT  
 June 30, 2008

NAME OF REPORTING MANAGER: HONEYWELL INTERNATIONAL INC.

| COLUMN 1<br>NAME OF ISSUER       | COLUMN 2<br>TITLE OF CLASS | COLUMN 3<br>CUSIP NUMBER | COLUMN 4<br>VALUE<br>(x\$1000) | COLUMN 5<br>SHRS OR<br>PRN AMT | SH/PRN | PUT/CALL | COLUMN 6<br>INVEST<br>DISCRE |
|----------------------------------|----------------------------|--------------------------|--------------------------------|--------------------------------|--------|----------|------------------------------|
| COOPER INDUSTRIES LTD            | COM                        | G24182100                | \$ 11,455                      | 290,000                        | SH     | N/A      | DEFIN                        |
| INVESCO LTD                      | COM                        | G491BT108                | \$ 14,268                      | 595,000                        | SH     | N/A      | DEFIN                        |
| LAZARD LTD                       | SHS A                      | G54050102                | \$ 11,269                      | 330,000                        | SH     | N/A      | DEFIN                        |
| UTI WORLDWIDE INC                | ORD                        | G87210103                | \$ 2,593                       | 130,000                        | SH     | N/A      | DEFIN                        |
| CHECK POINTT SOFTWARE<br>TECH LT | ORD                        | M22465104                | \$ 3,314                       | 140,000                        | SH     | N/A      | DEFIN                        |
| ROYAL CARIBBEAN CRUISES LTD      | COM                        | V7780T103                | \$ 2,584                       | 115,000                        | SH     | N/A      | DEFIN                        |
| AES CORP                         | COM                        | 00130H105                | \$ 4,034                       | 210,000                        | SH     | N/A      | DEFIN                        |
| AT&T INC                         | COM                        | 00206R102                | \$ 29,479                      | 875,000                        | SH     | N/A      | DEFIN                        |
| ABBOTT LAB                       | COM                        | 002824100                | \$ 17,216                      | 325,000                        | SH     | N/A      | DEFIN                        |
| ADOBE SYS INC                    | COM                        | 00724F101                | \$ 8,272                       | 210,000                        | SH     | N/A      | DEFIN                        |
| AFFILIATED MANAGERS<br>GROUP INC | COM                        | 008252108                | \$ 15,310                      | 170,000                        | SH     | N/A      | DEFIN                        |
| AKAMAI TECHNOLOGIES INC          | COM                        | 00971T101                | \$ 9,567                       | 275,000                        | SH     | N/A      | DEFIN                        |
| ALBEMARLE CORP                   | COM                        | 012653101                | \$ 3,193                       | 80,000                         | SH     | N/A      | DEFIN                        |
| ALLIANCEBERNSTEIN<br>HOLDING LP  | UNIT LTD PARTN             | 01881G106                | \$ 9,842                       | 180,000                        | SH     | N/A      | DEFIN                        |
| AMERICAN MED SYS HLDGS INC       | COM                        | 02744M108                | \$ 3,198                       | 213,900                        | SH     | N/A      | DEFIN                        |
| AMERIPRISE FINL INC              | COM                        | 03076C106                | \$ 3,660                       | 90,000                         | SH     | N/A      | DEFIN                        |
| APOLLO INVT CORP                 | COM                        | 03761U106                | \$ 2,150                       | 150,000                        | SH     | N/A      | DEFIN                        |
| APPLE INC                        | COM                        | 037833100                | \$ 10,046                      | 60,000                         | SH     | N/A      | DEFIN                        |

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|                              |         |           |           |           |    |     |       |
|------------------------------|---------|-----------|-----------|-----------|----|-----|-------|
| ATWOOD OCEANICS INC          | COM     | 050095108 | \$ 3,730  | 30,000    | SH | N/A | DEFIN |
| AUTODESK INC                 | COM     | 052769106 | \$ 9,940  | 294,000   | SH | N/A | DEFIN |
| AVNET INC                    | COM     | 053807103 | \$ 6,820  | 250,000   | SH | N/A | DEFIN |
| BAKER HUGHES INC             | COM     | 057224107 | \$ 17,468 | 200,000   | SH | N/A | DEFIN |
| BE AEROSPACE INC             | COM     | 073302101 | \$ 1,863  | 80,000    | SH | N/A | DEFIN |
| BEST BUY INC                 | COM     | 086516101 | \$ 21,186 | 535,000   | SH | N/A | DEFIN |
| BRIGHTPOINT INC COM NEW      | COM NEW | 109473405 | \$ 1,168  | 160,000   | SH | N/A | DEFIN |
| BROADCOM CORP CL A CL A      | CL A    | 111320107 | \$ 7,177  | 263,000   | SH | N/A | DEFIN |
| CVS CAREMARK CORP            | COM     | 126650100 | \$ 18,796 | 475,000   | SH | N/A | DEFIN |
| CABOT CORP COM               | COM     | 127055101 | \$ 1,337  | 55,000    | SH | N/A | DEFIN |
| CAMERON INTL CORP            | COM     | 13342B105 | \$ 16,052 | 290,000   | SH | N/A | DEFIN |
| CARDINAL HLTH INC            | COM     | 14149Y108 | \$ 25,790 | 500,000   | SH | N/A | DEFIN |
| CERNER CORP                  | COM     | 156782104 | \$ 4,518  | 100,000   | SH | N/A | DEFIN |
| CHEESECAKE FACTORY INC       | COM     | 163072101 | \$ 1,114  | 70,000    | SH | N/A | DEFIN |
| CHEVRON CORP                 | COM     | 166764100 | \$ 39,156 | 395,000   | SH | N/A | DEFIN |
| CISCO SYSTEMS INC            | COM     | 17275R102 | \$ 27,331 | 1,175,000 | SH | N/A | DEFIN |
| CITRIX SYS INC               | COM     | 177376100 | \$ 10,294 | 350,000   | SH | N/A | DEFIN |
| COACH INC                    | COM     | 189754104 | \$ 4,621  | 160,000   | SH | N/A | DEFIN |
| COCA COLA CO                 | COM     | 191216100 | \$ 8,577  | 165,000   | SH | N/A | DEFIN |
| COMCAST CORP NEW             | CL A    | 20030N101 | \$ 5,065  | 267,000   | SH | N/A | DEFIN |
| CONSTELLATION ENERGY GROUP I | COM     | 210371100 | \$ 9,442  | 115,000   | SH | N/A | DEFIN |
| CORNING INC                  | COM     | 219350105 | \$ 22,474 | 975,000   | SH | N/A | DEFIN |
| COSTCO WHSL CORP NEW         | COM     | 22160K105 | \$ 15,852 | 226,000   | SH | N/A | DEFIN |
| COVENTRY HEALTH CARE INC     | COM     | 222862104 | \$ 8,670  | 285,000   | SH | N/A | DEFIN |
| CYTEC IND                    | COM     | 232820100 | \$ 10,366 | 190,000   | SH | N/A | DEFIN |

| COLUMN 1                     | COLUMN 2       | COLUMN 3     | COLUMN 4        | COLUMN 5        | COLUMN 6 | COLUMN 7 | COLUMN 8      |
|------------------------------|----------------|--------------|-----------------|-----------------|----------|----------|---------------|
| NAME OF ISSUER               | TITLE OF CLASS | CUSIP NUMBER | VALUE (x\$1000) | SHRS OR PRN AMT | SH/PRN   | PUT/CALL | INVEST DISCRE |
| DANAHER CORP                 | COM            | 235851102    | \$ 23,577       | 305,000         | SH       | N/A      | DEFIN         |
| DAVITA INC                   | COM            | 23918K108    | \$ 10,684       | 201,099         | SH       | N/A      | DEFIN         |
| DIAGEO P L C                 | SPON ADR NEW   | 25243Q205    | \$ 18,578       | 251,500         | SH       | N/A      | DEFIN         |
| DIAMONDROCK HOSPITALITY CO   | COM            | 252784301    | \$ 2,613        | 240,000         | SH       | N/A      | DEFIN         |
| DICKS SPORTING GOODS INC     | COM            | 253393102    | \$ 13,775       | 776,500         | SH       | N/A      | DEFIN         |
| DONNELLEY R R & SONS CO      | COM            | 257867101    | \$ 11,728       | 395,000         | SH       | N/A      | DEFIN         |
| EMC CORP                     | COM            | 268648102    | \$ 17,628       | 1,200,000       | SH       | N/A      | DEFIN         |
| ENSCO INTL INC               | COM            | 26874Q100    | \$ 16,955       | 210,000         | SH       | N/A      | DEFIN         |
| ECOLAB INC                   | COM            | 278865100    | \$ 9,028        | 210,000         | SH       | N/A      | DEFIN         |
| EHEALTH INC COM STK          | COM            | 28238P109    | \$ 109          | 6,177           | SH       | N/A      | DEFIN         |
| EL PASO CORP                 | COM            | 28336L109    | \$ 2,935        | 135,000         | SH       | N/A      | DEFIN         |
| EMBARQ CORP                  | COM            | 29078E105    | \$ 2,836        | 60,000          | SH       | N/A      | DEFIN         |
| EMERSON ELECTRIC CO          | COM            | 291011104    | \$ 26,209       | 530,000         | SH       | N/A      | DEFIN         |
| ENERGEN CORP                 | COM            | 29265N108    | \$ 3,121        | 40,000          | SH       | N/A      | DEFIN         |
| ENTERGY CORP NEW             | COM            | 29364G103    | \$ 14,458       | 120,000         | SH       | N/A      | DEFIN         |
| EXELON CORP                  | COM            | 30161N101    | \$ 26,088       | 290,000         | SH       | N/A      | DEFIN         |
| F M C CORP                   | COM NEW        | 302491303    | \$ 3,872        | 50,000          | SH       | N/A      | DEFIN         |
| FEDERAL HOME LN MTG CORP     | COM            | 313400301    | \$ 4,100        | 250,000         | SH       | N/A      | DEFIN         |
| FEDEX CORP                   | COM            | 31428X106    | \$ 16,861       | 214,000         | SH       | N/A      | DEFIN         |
| FIDELITY NATL INFORMATION SV | COM            | 31620M106    | \$ 23,844       | 646,000         | SH       | N/A      | DEFIN         |
| FIRSTENERGY CORP             | COM            | 337932107    | \$ 4,940        | 60,000          | SH       | N/A      | DEFIN         |
| FOUNDRY NETWORKS INC         | COM            | 35063R100    | \$ 2,364        | 200,000         | SH       | N/A      | DEFIN         |
| FRANKLIN RES INC             | COM            | 354613101    | \$ 10,082       | 110,000         | SH       | N/A      | DEFIN         |

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|                                   |                |           |           |           |    |     |       |
|-----------------------------------|----------------|-----------|-----------|-----------|----|-----|-------|
| FREEPORTMCMORAN COPPER & GOLD INC | COM            | 35671D857 | \$ 5,860  | 50,000    | SH | N/A | DEFIN |
| GFI GROUP INC                     | COM            | 361652209 | \$ 2,253  | 250,000   | SH | N/A | DEFIN |
| GENERAL ELECTRIC CO               | COM            | 369604103 | \$ 32,028 | 1,200,000 | SH | N/A | DEFIN |
| GENZYME CORP                      | COM            | 372917104 | \$ 7,922  | 110,000   | SH | N/A | DEFIN |
| GOOGLE INC                        | CL A           | 38259P508 | \$ 7,896  | 15,000    | SH | N/A | DEFIN |
| GRUPO TELEVISIA SA DE CV          | SP ADR REP ORD | 40049J206 | \$ 11,952 | 506,000   | SH | N/A | DEFIN |
| HCC INS HLDGS INC                 | COM            | 404132102 | \$ 2,325  | 110,000   | SH | N/A | DEFIN |
| HANSEN NAT CORP                   | COM            | 411310105 | \$ 4,669  | 162,000   | SH | N/A | DEFIN |
| HARSCO CORP                       | COM            | 415864107 | \$ 2,340  | 43,000    | SH | N/A | DEFIN |
| HARTFORD FINL SVCS GROUP INC      | COM            | 416515104 | \$ 19,371 | 300,000   | SH | N/A | DEFIN |
| HESS CORP                         | COM            | 42809H107 | \$ 16,405 | 130,000   | SH | N/A | DEFIN |
| HEWLETT PACKARD CO                | COM            | 428236103 | \$ 15,474 | 350,000   | SH | N/A | DEFIN |
| HOLOGIC INC                       | COM            | 436440101 | \$ 9,697  | 444,800   | SH | N/A | DEFIN |
| HOST HOTELS & RESORTS INC         | COM            | 44107P104 | \$ 8,122  | 595,000   | SH | N/A | DEFIN |
| ITT CORP INC                      | COM            | 450911102 | \$ 16,782 | 265,000   | SH | N/A | DEFIN |
| IDEX CORP                         | COM            | 45167R104 | \$ 3,868  | 105,000   | SH | N/A | DEFIN |
| INGRAM MICRO INC                  | CL A           | 457153104 | \$ 3,550  | 200,000   | SH | N/A | DEFIN |
| INTEGRA LIFESCIENCES HLDG CORP    | COM            | 457985208 | \$ 4,448  | 100,000   | SH | N/A | DEFIN |
| INTEL CORP                        | COM            | 458140100 | \$ 8,592  | 400,000   | SH | N/A | DEFIN |
| INTERCONTINENTALEXCHANGE INC      | COM            | 45865V100 | \$ 2,850  | 25,000    | SH | N/A | DEFIN |
| INVESTMENT TECHNOLOGY GRP NE      | COM            | 46145F105 | \$ 1,673  | 50,000    | SH | N/A | DEFIN |
| JPMORGAN CHASE & CO               | COM            | 46625H100 | \$ 24,017 | 700,000   | SH | N/A | DEFIN |
| JACKSON HEWITT TAX SVC INC        | COM            | 468202106 | \$ 1,466  | 120,000   | SH | N/A | DEFIN |
| KOHL'S CORP                       | COM            | 500255104 | \$ 6,607  | 165,000   | SH | N/A | DEFIN |
| KROGER CO                         | COM            | 501044101 | \$ 16,456 | 570,000   | SH | N/A | DEFIN |
| LABORATORY CORP AMER HLDGS        | COM NEW        | 50540R409 | \$ 12,882 | 185,000   | SH | N/A | DEFIN |
| LEGG MASON INC                    | COM            | 524901105 | \$ 5,228  | 120,000   | SH | N/A | DEFIN |
| LEHMAN BROS HLDGS INC             | COM            | 524908100 | \$ 3,962  | 200,000   | SH | N/A | DEFIN |
| LIFE TIME FITNESS INC             | COM            | 53217R207 | \$ 3,842  | 130,000   | SH | N/A | DEFIN |
| LOWES COS INC                     | COM            | 548661107 | \$ 6,433  | 310,000   | SH | N/A | DEFIN |
| MARRIOTT INTL INC NEW             | CL A           | 571903202 | \$ 6,035  | 230,000   | SH | N/A | DEFIN |

| COLUMN 1                   | COLUMN 2       | COLUMN 3     | COLUMN 4        | COLUMN 5        | COLUMN 6 | COLUMN 7 | COLUMN 8      |
|----------------------------|----------------|--------------|-----------------|-----------------|----------|----------|---------------|
| NAME OF ISSUER             | TITLE OF CLASS | CUSIP NUMBER | VALUE (x\$1000) | SHRS OR PRN AMT | SH/PRN   | PUT/CALL | INVEST DISCRE |
| MAXIM INTEGRATED PRODS INC | COM            | 57772K101    | \$ 8,460        | 400,000         | SH       | N/A      | DEFIN         |
| MERRILL LYNCH & CO INC     | COM            | 590188108    | \$ 5,708        | 180,000         | SH       | N/A      | DEFIN         |
| METAVANTE TECHNOLOGIES INC | COM            | 591407101    | \$ 1,810        | 80,000          | SH       | N/A      | DEFIN         |
| MICROSOFT CORP             | COM            | 594918104    | \$ 30,261       | 1,100,000       | SH       | N/A      | DEFIN         |
| MICROCHIP TECHNOLOGY INC   | COM            | 595017104    | \$ 3,359        | 110,000         | SH       | N/A      | DEFIN         |
| MICRON TECH INC            | COM            | 595112103    | \$ 10,482       | 1,747,000       | SH       | N/A      | DEFIN         |
| MOLSON COORS BREWING CO    | CL B           | 60871R209    | \$ 4,890        | 90,000          | SH       | N/A      | DEFIN         |
| MORGAN STANLEY             | COM NEW        | 617446448    | \$ 22,544       | 625,000         | SH       | N/A      | DEFIN         |
| NII HLDGS INC              | CL B NEW       | 62913F201    | \$ 12,822       | 270,000         | SH       | N/A      | DEFIN         |
| NYMEX HLDGS INC            | COM            | 62948N104    | \$ 8,448        | 100,000         | SH       | N/A      | DEFIN         |
| NASDAQ OMX GROUP INC       | COM            | 631103108    | \$ 8,496        | 320,000         | SH       | N/A      | DEFIN         |
| NATL FINL PARTNERS CORP    | COM            | 63607P208    | \$ 7,631        | 385,000         | SH       | N/A      | DEFIN         |
| NEWS CORP                  | CL A           | 65248E104    | \$ 16,469       | 1,095,000       | SH       | N/A      | DEFIN         |
| NOKIA CORP                 | SPONSORED ADR  | 654902204    | \$ 6,740        | 275,000         | SH       | N/A      | DEFIN         |

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|                                 |               |           |           |           |    |     |       |
|---------------------------------|---------------|-----------|-----------|-----------|----|-----|-------|
| NORDSTROM INC                   | COM           | 655664100 | \$ 10,302 | 340,000   | SH | N/A | DEFIN |
| NORTHERN TRUST CORP             | COM           | 665859104 | \$ 8,571  | 125,000   | SH | N/A | DEFIN |
| NSTAR                           | COM           | 67019E107 | \$ 5,512  | 163,000   | SH | N/A | DEFIN |
| NUANCE COMMUNICATIONS INC       | COM           | 67020Y100 | \$ 1,802  | 115,000   | SH | N/A | DEFIN |
| NVIDIA CORP                     | COM           | 67066G104 | \$ 2,059  | 110,000   | SH | N/A | DEFIN |
| OCCIDENTAL PETE CORP            | COM           | 674599105 | \$ 19,769 | 220,000   | SH | N/A | DEFIN |
| OCEANEERING INTL INC            | COM           | 675232102 | \$ 3,852  | 50,000    | SH | N/A | DEFIN |
| O REILLY AUTOMOTIVE INC         | COM           | 686091109 | \$ 14,818 | 663,000   | SH | N/A | DEFIN |
| PG& E CORP                      | COM           | 69331C108 | \$ 4,564  | 115,000   | SH | N/A | DEFIN |
| PATTERSON COS INC               | COM           | 703395103 | \$ 14,989 | 510,000   | SH | N/A | DEFIN |
| PEOPLES UTD FINL INC            | COM           | 712704105 | \$ 2,730  | 175,000   | SH | N/A | DEFIN |
| PEPSICO INC                     | COM           | 713448108 | \$ 32,304 | 508,000   | SH | N/A | DEFIN |
| PETROLEO BRASILEIRO<br>SA PETRO | SPONSORED ADR | 71654V408 | \$ 7,083  | 100,000   | SH | N/A | DEFIN |
| PETSMART INC                    | COM           | 716768106 | \$ 13,771 | 690,300   | SH | N/A | DEFIN |
| PHILIP MORRIS INTL INC          | COM           | 718172109 | \$ 14,076 | 285,000   | SH | N/A | DEFIN |
| POLYCOM INC                     | COM           | 73172K104 | \$ 4,263  | 175,000   | SH | N/A | DEFIN |
| PRIDE INTL INC DEL              | COM           | 74153Q102 | \$ 7,566  | 160,000   | SH | N/A | DEFIN |
| PRINCIPAL FINL GROUP INC        | COM           | 74251V102 | \$ 1,469  | 35,000    | SH | N/A | DEFIN |
| PROCTER & GAMBLE CO             | COM           | 742718109 | \$ 28,763 | 473,000   | SH | N/A | DEFIN |
| PROS HLDGS INC                  | COM           | 74346Y103 | \$ 180    | 16,000    | SH | N/A | DEFIN |
| PRUDENTIAL FINL INC             | COM           | 744320102 | \$ 23,000 | 385,000   | SH | N/A | DEFIN |
| PSYCHIATRIC SOLUTIONS INC       | COM           | 74439H108 | \$ 3,845  | 101,600   | SH | N/A | DEFIN |
| QUALCOMM INC                    | COM           | 747525103 | \$ 28,840 | 650,000   | SH | N/A | DEFIN |
| QUEST DIAGNOSTICS INC           | COM           | 74834L100 | \$ 20,600 | 425,000   | SH | N/A | DEFIN |
| QUESTAR CORP                    | COM           | 748356102 | \$ 12,432 | 175,000   | SH | N/A | DEFIN |
| ROCKWELL COLLINS INC            | COM           | 774341101 | \$ 15,587 | 325,000   | SH | N/A | DEFIN |
| ROPER INDS INC NEW              | COM           | 776696106 | \$ 2,635  | 40,000    | SH | N/A | DEFIN |
| SEI INVTS CO                    | COM           | 784117103 | \$ 3,881  | 165,000   | SH | N/A | DEFIN |
| SANDISK CORP                    | COM           | 80004C101 | \$ 2,431  | 130,000   | SH | N/A | DEFIN |
| SCHERINGPLOUGH CORP             | COM           | 806605101 | \$ 9,648  | 490,000   | SH | N/A | DEFIN |
| SEALED AIR CORP NEW             | COM           | 81211K100 | \$ 10,170 | 535,000   | SH | N/A | DEFIN |
| SMITH INTL INC                  | COM           | 832110100 | \$ 8,314  | 100,000   | SH | N/A | DEFIN |
| SOUTHERN CO                     | COM           | 842587107 | \$ 1,746  | 50,000    | SH | N/A | DEFIN |
| STAPLES INC                     | COM           | 855030102 | \$ 32,656 | 1,375,000 | SH | N/A | DEFIN |
| STATE STREET CORP               | COM           | 857477103 | \$ 10,866 | 169,800   | SH | N/A | DEFIN |
| SYNOPSIS INC                    | COM           | 871607107 | \$ 7,173  | 300,000   | SH | N/A | DEFIN |
| TD AMERITRADE HLDG CORP         | COM           | 87236Y108 | \$ 4,523  | 250,000   | SH | N/A | DEFIN |
| TJX COS INC NEW                 | COM           | 872540109 | \$ 11,767 | 373,900   | SH | N/A | DEFIN |
| TAIWAN SEMICONDUCTOR<br>MFG LTD | SPONSORED ADR | 874039100 | \$ 8,728  | 800,000   | SH | N/A | DEFIN |
| TECH DATA CORP                  | COM           | 878237106 | \$ 3,050  | 90,000    | SH | N/A | DEFIN |

| COLUMN 1                        | COLUMN 2       | COLUMN 3     | COLUMN 4        | COLUMN 5        |        |          | COLUM         |
|---------------------------------|----------------|--------------|-----------------|-----------------|--------|----------|---------------|
| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP NUMBER | VALUE (x\$1000) | SHRS OR PRN AMT | SH/PRN | PUT/CALL | INVEST DISCRE |
| TEVA PHARMACEUTICAL<br>INDS LTD | ADR            | 881624209    | \$ 10,534       | 230,000         | SH     | N/A      | DEFIN         |
| TEXTRON INC COM                 | COM            | 883203101    | \$ 11,503       | 240,000         | SH     | N/A      | DEFIN         |
| THERMO FISHER CORP              | COM            | 883556102    | \$ 28,701       | 515,000         | SH     | N/A      | DEFIN         |
| TOTAL SA                        | SPONSORED ADR  | 89151E109    | \$ 38,798       | 455,000         | SH     | N/A      | DEFIN         |

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|                                  |     |           |           |         |    |     |       |
|----------------------------------|-----|-----------|-----------|---------|----|-----|-------|
| URS CORP NEW                     | COM | 903236107 | \$ 2,938  | 70,000  | SH | N/A | DEFIN |
| ULTA SALON COSMETICS<br>& FRAG I | COM | 90384S303 | \$ 693    | 61,679  | SH | N/A | DEFIN |
| UNITED NAT FOODS INC             | COM | 911163103 | \$ 3,506  | 180,000 | SH | N/A | DEFIN |
| UNITED TECHNOLOGIES CORP         | COM | 913017109 | \$ 30,233 | 490,000 | SH | N/A | DEFIN |
| UNITEDHEALTH GROUP INC           | COM | 91324P102 | \$ 8,006  | 305,000 | SH | N/A | DEFIN |
| VCA ANTECH INC                   | COM | 918194101 | \$ 13,890 | 500,000 | SH | N/A | DEFIN |
| VERIZON COMMUNICATIONS           | COM | 92343V104 | \$ 22,125 | 625,000 | SH | N/A | DEFIN |
| VNUS MED TECHNOLOGIES INC        | COM | 928566108 | \$ 88     | 4,373   | SH | N/A | DEFIN |
| WATERS CORP                      | COM | 941848103 | \$ 21,285 | 330,000 | SH | N/A | DEFIN |
| WELLPOINT INC                    | COM | 94973V107 | \$ 7,149  | 150,000 | SH | N/A | DEFIN |
| WESCO INTL INC                   | COM | 95082P105 | \$ 2,402  | 60,000  | SH | N/A | DEFIN |
| WESTN DIGITAL CORP               | COM | 958102105 | \$ 2,762  | 80,000  | SH | N/A | DEFIN |
| WILLIAMS CO INC                  | COM | 969457100 | \$ 13,302 | 330,000 | SH | N/A | DEFIN |

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