
Section 1: 8-K

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT – December 9, 2016

(Date of earliest event reported)

HONEYWELL INTERNATIONAL INC.

(Exact name of Registrant as specified in its Charter)

DELAWARE

(State or other jurisdiction of incorporation)

1-8974

(Commission File Number)

22-2640650

(I.R.S. Employer Identification Number)

115 TABOR ROAD, MORRIS PLAINS, NEW JERSEY
(Address of principal executive offices)

07950
(Zip Code)

Registrant's telephone number, including area code: (973) 455-2000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Effective December 9, 2016, Mr. Darius Adamczyk, age 50, was elected to the Board of Directors of Honeywell International Inc. (“Honeywell” or the “Company”). The election of Mr. Adamczyk to Honeywell’s Board of Directors is part of the Company’s Chief Executive Officer (“CEO”) succession plan announced on June 28, 2016 whereby Mr. Adamczyk will succeed Honeywell’s current Chairman and CEO, Mr. David M. Cote, as CEO on March 31, 2017. On that date, Mr. Cote will cease to be CEO but remain as an employee of the Company in the capacity as Chairman of the Board through Honeywell’s 2018 shareholders meeting. Mr. Adamczyk is currently Honeywell’s President and Chief Operating Officer, a position he will continue to hold until he succeeds Mr. Cote as CEO. Mr. Adamczyk will not serve on any of the Committees of the Board of Directors.

A copy of the press release issued by the Company regarding the election of Mr. Adamczyk to its Board of Directors is attached hereto as Exhibit 99.1 to this Report on Form 8-K.

Item 9.01 Exhibits

(d) Exhibits.

99.1 Press Release dated December 12, 2016, entitled “Honeywell President and Chief Operating Officer Darius Adamczyk Elected to Company’s Board of Directors.”

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 12, 2016

HONEYWELL INTERNATIONAL INC.

By: /s/ Jeffrey N. Neuman
Jeffrey N. Neuman
Vice President, Corporate Secretary and
Deputy General Counsel

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Section 2: EX-99.1

Exhibit 99.1

The Honeywell logo is displayed in red text. It is positioned on the right side of the page, partially overlapping a large red curved shape that resembles a corner of a page or a graphic element.

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HONEYWELL PRESIDENT AND CHIEF OPERATING OFFICER DARIUS ADAMCZYK ELECTED TO COMPANY'S BOARD OF DIRECTORS

Election Marks Important Step in Adamczyk's Transition to Chief Executive Officer on March 31, 2017

MORRIS TOWNSHIP, N.J., December 12, 2016 – Honeywell (NYSE: HON) announced today that its President and Chief Operating Officer Darius Adamczyk has been elected to the Company's Board of Directors effective immediately.

Earlier this year, Honeywell announced that Adamczyk, 50, would be the successor to current Chief Executive Officer Dave Cote beginning on March 31, 2017. Cote will continue as Executive Chairman of Honeywell until the Company's Annual Shareowners Meeting in April 2018.

"Darius' election to Honeywell's Board of Directors is another important step in his transition to CEO in 2017," said Honeywell Chairman and CEO Dave Cote. "Darius' independent thinking, proven growth track record, and strategic insights into Honeywell's business strategies, its global operations, and strengthening position as a software-industrial company are already contributing to Honeywell's success. His election in advance of his becoming CEO is a strong statement of support by the Board in Darius' development as the future leader of our company and their confidence in his ability to continue our track record of success."

"I am honored to have been elected to the Board," said Honeywell President and Chief Operating Officer, Darius Adamczyk. "Dave and the Board have been incredibly supportive of me throughout this transition and I am grateful for their willingness to provide guidance during this process. The opportunity to join the Board at this time will help accelerate my transition and ensure alignment with Dave and the Board as I work to ensure the continuation of Honeywell's outstanding performance over the past 15 years."

Read Adamczyk's [bio](#) for more background information.

Honeywell (www.honeywell.com) is a Fortune 100 diversified technology and manufacturing leader, serving customers worldwide with aerospace products and services; control technologies for buildings, homes, and industry; turbochargers; and performance materials. For more news and information on Honeywell, please visit www.honeywell.com/newsroom.

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This release contains certain statements that may be deemed “forward-looking statements” within the meaning of Section 21E of the Securities Exchange Act of 1934. All statements, other than statements of historical fact, that address activities, events or developments that we or our management intends, expects, projects, believes or anticipates will or may occur in the future are forward-looking statements. Such statements are based upon certain assumptions and assessments made by our management in light of their experience and their perception of historical trends, current economic and industry conditions, expected future developments and other factors they believe to be appropriate. The forward-looking statements included in this release are also subject to a number of material risks and uncertainties, including but not limited to economic, competitive, governmental, and technological factors affecting our operations, markets, products, services and prices. Such forward-looking statements are not guarantees of future performance, and actual results, developments and business decisions may differ from those envisaged by such forward-looking statements. We identify the principal risks and uncertainties that affect our performance in our Form 10-K and other filings with the Securities and Exchange Commission.

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