

UNITED STATES  
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 – May 14, 2024  
(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)

855 S. MINT STREET, CHARLOTTE, NC  
(Address of principal executive offices)

28202  
(Zip Code)

Registrant's telephone number, including area code: (704) 627-6200

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$1 per share	HON	The Nasdaq Stock Market LLC
3.500% Senior Notes due 2027	HON 27	The Nasdaq Stock Market LLC
2.250% Senior Notes due 2028	HON 28A	The Nasdaq Stock Market LLC
3.375% Senior Notes due 2030	HON 30	The Nasdaq Stock Market LLC
0.750% Senior Notes due 2032	HON 32	The Nasdaq Stock Market LLC
3.750% Senior Notes due 2032	HON 32A	The Nasdaq Stock Market LLC
4.125% Senior Notes due 2034	HON 34	The Nasdaq Stock Market LLC
3.750% Senior Notes due 2036	HON 36	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging Growth Company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

**Item 5.07 Submission of Matters to a Vote of Security Holders**

Honeywell International Inc. (the “Company”) held its Annual Meeting of Shareowners on May 14, 2024. The following matters set forth in our Proxy Statement dated April 2, 2024 (the “2024 Proxy Statement”), which was filed with the Securities and Exchange Commission pursuant to Regulation 14A under the Securities Exchange Act of 1934, were voted upon with the results indicated below.

1. The nominees listed below were elected directors with the respective votes set forth opposite their names:

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non Votes</b>
Darius Adamczyk	481,401,832	14,714,718	1,433,987	68,538,176
Duncan B. Angove	486,376,399	9,412,539	1,761,599	68,538,176
William S. Ayer	471,196,334	24,543,229	1,810,974	68,538,176
Kevin Burke	482,295,189	13,195,473	2,059,875	68,538,176
D. Scott Davis	474,935,838	20,829,212	1,785,487	68,538,176
Deborah Flint	488,489,845	7,381,573	1,679,119	68,538,176
Vimal Kapur	485,108,911	10,883,509	1,558,117	68,538,176
Michael W. Lamach	492,131,890	3,200,749	2,217,898	68,538,176
Rose Lee	489,254,041	6,618,351	1,678,145	68,538,176
Grace Lieblein	475,685,886	20,048,030	1,816,621	68,538,176
Robin L. Washington	482,838,025	12,833,297	1,879,215	68,538,176
Robin Watson	489,254,041	6,618,351	1,678,145	68,538,176

2. The shareowners approved, on a non-binding advisory basis, the compensation of the Company’s named executive officers as disclosed in the 2024 Proxy Statement. The voting results are set forth below:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non Votes</b>
462,988,284	31,001,656	3,560,597	68,538,176

3. The shareowners approved the appointment of Deloitte & Touche LLP as independent accountants for 2024. The voting results are set forth below:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
558,918,240	5,255,523	1,914,950

4. The shareowners did not approve the shareowner proposal titled “Independent Board Chairman.” The voting results are set forth below:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non Votes</b>
128,388,545	366,282,965	2,879,027	68,538,176

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**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: May 16, 2024

HONEYWELL INTERNATIONAL INC.

By: /s/ Su Ping Lu

Su Ping Lu

Vice President and Corporate Secretary