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HONEYWELL INTERNATIONAL INC  
Form 13F-HR  
April 20, 2010

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2010

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 April 20, 2010

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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

Form 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 155

Form 13F Information Table Value Total: \$2,130,320  
(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

March 31, 2010

NAME OF REPORTING MANAGER: HONEYWELL INTERNATIONAL INC.

| COLUMN 1<br>NAME OF ISSUER   | COLUMN 2<br>TITLE OF<br>CLASS | COLUMN 3<br>CUSIP<br>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 |
|------------------------------|-------------------------------|-----------------------------|--------------------------------|--------------------------------|--------|----------|------------------------------|
| TELVENT GIT SA               | SHS                           | E90215109                   | \$ 1,726                       | 60,000                         | SH     | N/A      | DEFI                         |
| ARCH CAPITAL GROUP LTD       | ORD                           | G0450A105                   | \$ 3,431                       | 45,000                         | SH     | N/A      | DEFI                         |
| ACCENTURE PLC IRELAND        | SHS CLASS A                   | G1151C101                   | \$ 13,298                      | 317,000                        | SH     | N/A      | DEFI                         |
| COOPER INDUSTRIES PLC        | SHS                           | G24140108                   | \$ 29,622                      | 617,900                        | SH     | N/A      | DEFI                         |
| INVESCO LTD                  | SHS                           | G491BT108                   | \$ 2,191                       | 100,000                        | SH     | N/A      | DEFI                         |
| LAZARD LTD                   | SHS A                         | G54050102                   | \$ 9,568                       | 268,000                        | SH     | N/A      | DEFI                         |
| UTI WORLDWIDE INC            | ORD                           | G87210103                   | \$ 2,788                       | 182,000                        | SH     | N/A      | DEFI                         |
| TYCO INTERNATIONAL LTD       | SHS                           | H89128104                   | \$ 31,950                      | 835,300                        | SH     | N/A      | DEFI                         |
| CHECK POINT SOFTWARE TECH LT | ORD                           | M22465104                   | \$ 2,104                       | 60,000                         | SH     | N/A      | DEFI                         |
| AES CORP                     | COM                           | 00130H105                   | \$ 2,200                       | 200,000                        | SH     | N/A      | DEFI                         |
| AT&T INC                     | COM                           | 00206R102                   | \$ 16,576                      | 641,500                        | SH     | N/A      | DEFI                         |
| ADOBE SYS INC                | COM                           | 00724F101                   | \$ 8,988                       | 254,100                        | SH     | N/A      | DEFI                         |
| AECOM TECHNOLOGY CORP DELAWA | COM                           | 00766T100                   | \$ 6,298                       | 222,000                        | SH     | N/A      | DEFI                         |
| AFFILIATED MANAGERS GROUP    | COM                           | 008252108                   | \$ 28,329                      | 358,600                        | SH     | N/A      | DEFI                         |
| AIR PROD & CHEM INC          | COM                           | 009158106                   | \$ 21,823                      | 295,100                        | SH     | N/A      | DEFI                         |
| ALBEMARLE CORP               | COM                           | 012653101                   | \$ 2,132                       | 50,000                         | SH     | N/A      | DEFI                         |
| ALLEGHENY TECHNOLOGIES INC   | COM                           | 01741R102                   | \$ 2,160                       | 40,000                         | SH     | N/A      | DEFI                         |
| AMERICAN TOWER CORP          | CL A                          | 029912201                   | \$ 2,557                       | 60,000                         | SH     | N/A      | DEFI                         |
| AMERICAN SUPERCONDUCTOR CORP | COM                           | 030111108                   | \$ 2,890                       | 100,000                        | SH     | N/A      | DEFI                         |
| AMERIPRISE FINL INC          | COM                           | 03076C106                   | \$ 3,583                       | 79,000                         | SH     | N/A      | DEFI                         |
| ANADARKO PETRO CORP          | COM                           | 032511107                   | \$ 16,110                      | 221,200                        | SH     | N/A      | DEFI                         |
| ANALOG DEVICES INC           | COM                           | 032654105                   | \$ 1,441                       | 50,000                         | SH     | N/A      | DEFI                         |
| AON CORP                     | COM                           | 037389103                   | \$ 3,630                       | 85,000                         | SH     | N/A      | DEFI                         |
| APACHE CORP                  | COM                           | 037411105                   | \$ 17,935                      | 176,700                        | SH     | N/A      | DEFI                         |
| APOLLO GROUP INC             | CL A                          | 037604105                   | \$ 25,172                      | 410,700                        | SH     | N/A      | DEFI                         |
| APPLE INC                    | COM                           | 037833100                   | \$ 29,860                      | 127,100                        | SH     | N/A      | DEFI                         |
| APPLIED MATERIALS INC        | COM                           | 038222105                   | \$ 9,866                       | 731,900                        | SH     | N/A      | DEFI                         |
| BJS WHSL CLUB INC            | COM                           | 05548J106                   | \$ 4,010                       | 108,400                        | SH     | N/A      | DEFI                         |
| BANK OF AMERICA CORP         | COM                           | 060505104                   | \$ 35,566                      | 1,992,500                      | SH     | N/A      | DEFI                         |
| BANK NEW YORK MELLON CORP    | COM                           | 064058100                   | \$ 12,543                      | 406,200                        | SH     | N/A      | DEFI                         |
| BAXTER INTL INC              | COM                           | 071813109                   | \$ 29,577                      | 508,200                        | SH     | N/A      | DEFI                         |

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|                   |      |           |           |           |    |     |      |
|-------------------|------|-----------|-----------|-----------|----|-----|------|
| BE AEROSPACE INC  | COM  | 073302101 | \$ 3,197  | 105,000   | SH | N/A | DEFI |
| BORG WARNER INC   | COM  | 099724106 | \$ 2,291  | 60,000    | SH | N/A | DEFI |
| BROADCOM CORP     | CL A | 111320107 | \$ 9,460  | 285,100   | SH | N/A | DEFI |
| CME GROUP INC     | COM  | 12572Q105 | \$ 15,110 | 47,800    | SH | N/A | DEFI |
| CVS CAREMARK CORP | COM  | 126650100 | \$ 22,744 | 622,100   | SH | N/A | DEFI |
| CAMERON INTL CORP | COM  | 13342B105 | \$ 12,387 | 289,000   | SH | N/A | DEFI |
| CENTURYTEL INC    | COM  | 156700106 | \$ 2,128  | 60,000    | SH | N/A | DEFI |
| CHEVRON CORP      | COM  | 166764100 | \$ 40,114 | 529,000   | SH | N/A | DEFI |
| CISCO SYSTEMS INC | COM  | 17275R102 | \$ 39,219 | 1,506,700 | SH | N/A | DEFI |
| CITRIX SYS INC    | COM  | 177376100 | \$ 2,848  | 60,000    | SH | N/A | DEFI |
| COMMSCOPE INC     | COM  | 203372107 | \$ 2,802  | 100,000   | SH | N/A | DEFI |
| CON-WAY INC       | COM  | 205944101 | \$ 2,107  | 60,000    | SH | N/A | DEFI |

| 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 (\$1000) | SHRS OR PRN AMT | SH/PRN   | PUT/CALL | INVEST DISCRE |
| CONSOL ENERGY INC             | COM            | 20854P109    | \$ 3,413       | 80,000          | SH       | N/A      | DEFI          |
| DAVITA INC                    | COM            | 23918K108    | \$ 13,986      | 220,600         | SH       | N/A      | DEFI          |
| DENTSPLY INTL INC NEW         | COM            | 249030107    | \$ 3,450       | 99,000          | SH       | N/A      | DEFI          |
| DICKS SPORTING GOODS INC      | COM            | 253393102    | \$ 18,431      | 705,900         | SH       | N/A      | DEFI          |
| WALT DISNEY CO                | COM            | 254687106    | \$ 16,792      | 481,000         | SH       | N/A      | DEFI          |
| DONNELLEY R R & SONS CO       | COM            | 257867101    | \$ 2,946       | 138,000         | SH       | N/A      | DEFI          |
| DUN & BRADSTREET CORP DEL NE  | COM            | 26483E100    | \$ 2,605       | 35,000          | SH       | N/A      | DEFI          |
| EMC CORP                      | COM            | 268648102    | \$ 18,193      | 1,008,500       | SH       | N/A      | DEFI          |
| ECOLAB INC                    | COM            | 278865100    | \$ 17,198      | 391,300         | SH       | N/A      | DEFI          |
| EL PASO CORP                  | COM            | 28336L109    | \$ 1,518       | 140,000         | SH       | N/A      | DEFI          |
| EMERSON ELECTRIC CO           | COM            | 291011104    | \$ 10,697      | 212,500         | SH       | N/A      | DEFI          |
| ENERGIZER HLDGS INC           | COM            | 29266R108    | \$ 20,880      | 332,700         | SH       | N/A      | DEFI          |
| EXELON CORP                   | COM            | 30161N101    | \$ 15,715      | 358,700         | SH       | N/A      | DEFI          |
| EXXON MOBIL CORP              | COM            | 30231G102    | \$ 47,388      | 707,500         | SH       | N/A      | DEFI          |
| F M C CORP                    | COM NEW        | 302491303    | \$ 4,238       | 70,000          | SH       | N/A      | DEFI          |
| FEDEX CORP                    | COM            | 31428X106    | \$ 12,189      | 130,500         | SH       | N/A      | DEFI          |
| FIDELITY NATL INFORMATION SV  | COM            | 31620M106    | \$ 16,136      | 688,400         | SH       | N/A      | DEFI          |
| FREEMPORT-MCMORAN COPPER & GO | COM            | 35671D857    | \$ 14,076      | 168,500         | SH       | N/A      | DEFI          |
| GFI GROUP INC                 | COM            | 361652209    | \$ 2,026       | 350,500         | SH       | N/A      | DEFI          |
| GILEAD SCIENCES INC           | COM            | 375558103    | \$ 24,509      | 538,900         | SH       | N/A      | DEFI          |
| GLOBAL PMTS INC               | COM            | 37940X102    | \$ 2,733       | 60,000          | SH       | N/A      | DEFI          |
| GOLDMAN SACHS GROUP INC       | COM            | 38141G104    | \$ 28,103      | 164,700         | SH       | N/A      | DEFI          |
| GOOGLE INC                    | CL A           | 38259P508    | \$ 19,619      | 34,600          | SH       | N/A      | DEFI          |
| HESS CORP                     | COM            | 42809H107    | \$ 12,003      | 191,900         | SH       | N/A      | DEFI          |
| HEWLETT PACKARD CO            | COM            | 428236103    | \$ 33,399      | 628,400         | SH       | N/A      | DEFI          |
| HEXCEL CORP NEW               | COM            | 428291108    | \$ 1,444       | 100,000         | SH       | N/A      | DEFI          |
| HOST HOTELS & RESORTS INC     | COM            | 44107P104    | \$ 3,770       | 257,326         | SH       | N/A      | DEFI          |
| ITT CORP INC                  | COM            | 450911102    | \$ 28,038      | 523,000         | SH       | N/A      | DEFI          |
| INTEL CORP                    | COM            | 458140100    | \$ 29,633      | 1,331,200       | SH       | N/A      | DEFI          |
| INTERNATIONAL BUSINESS MACHS  | COM            | 459200101    | \$ 24,727      | 192,800         | SH       | N/A      | DEFI          |
| INTL GAME TECH                | COM            | 459902102    | \$ 22,909      | 1,241,700       | SH       | N/A      | DEFI          |
| INVESTMENT TECHNOLOGY GRP NE  | COM            | 46145F105    | \$ 4,673       | 280,000         | SH       | N/A      | DEFI          |
| ITRON INC                     | COM            | 465741106    | \$ 1,814       | 25,000          | SH       | N/A      | DEFI          |
| JPMORGAN CHASE & CO           | COM            | 46625H100    | \$ 47,806      | 1,068,300       | SH       | N/A      | DEFI          |
| KRAFT FOODS INC               | CL A           | 50075N104    | \$ 14,246      | 471,100         | SH       | N/A      | DEFI          |
| KROGER CO                     | COM            | 501044101    | \$ 48,163      | 2,223,600       | SH       | N/A      | DEFI          |
| LABORATORY CORP AMER HLDGS    | COM NEW        | 50540R409    | \$ 25,264      | 333,700         | SH       | N/A      | DEFI          |
| LAM RESH CORP                 | COM            | 512807108    | \$ 1,866       | 50,000          | SH       | N/A      | DEFI          |
| LORILLARD INC                 | COM            | 544147101    | \$ 3,235       | 43,000          | SH       | N/A      | DEFI          |

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|                          |             |           |           |           |    |     |      |
|--------------------------|-------------|-----------|-----------|-----------|----|-----|------|
| LOWES COS INC            | COM         | 548661107 | \$ 25,660 | 1,058,600 | SH | N/A | DEFI |
| MEMC ELECTR MATLS INC    | COM         | 552715104 | \$ 5,672  | 370,000   | SH | N/A | DEFI |
| MCAFEE INC               | COM         | 579064106 | \$ 2,809  | 70,000    | SH | N/A | DEFI |
| MC CORMICK & CO INC      | COM NON VTG | 579780206 | \$ 1,726  | 45,000    | SH | N/A | DEFI |
| MCDERMOTT INTL INC       | COM         | 580037109 | \$ 2,692  | 100,000   | SH | N/A | DEFI |
| MERCK & CO INC NEW       | COM         | 58933Y105 | \$ 23,663 | 633,547   | SH | N/A | DEFI |
| METLIFE INC              | COM         | 59156R108 | \$ 27,885 | 643,400   | SH | N/A | DEFI |
| MICROSOFT CORP           | COM         | 594918104 | \$ 52,054 | 1,778,400 | SH | N/A | DEFI |
| MICROCHIP TECHNOLOGY INC | COM         | 595017104 | \$ 3,802  | 135,000   | SH | N/A | DEFI |
| MONSANTO CO NEW          | COM         | 61166W101 | \$ 16,327 | 228,600   | SH | N/A | DEFI |
| MOODYS CORP              | COM         | 615369105 | \$ 2,231  | 75,000    | SH | N/A | DEFI |
| MORGAN STANLEY           | COM NEW     | 617446448 | \$ 21,932 | 748,800   | SH | N/A | DEFI |
| MOSAIC CO                | COM         | 61945A107 | \$ 9,116  | 150,000   | SH | N/A | DEFI |
| MYRIAD GENETICS INC      | COM         | 62855J104 | \$ 3,532  | 146,853   | SH | N/A | DEFI |
| NII HLDGS INC            | CL B NEW    | 62913F201 | \$ 13,923 | 334,200   | SH | N/A | DEFI |

| COLUMN 1                  | COLUMN 2       | COLUMN 3     | COLUMN 4        | COLUMN 5        | COLUMN 6 |          |               |
|---------------------------|----------------|--------------|-----------------|-----------------|----------|----------|---------------|
| NAME OF ISSUER            | TITLE OF CLASS | CUSIP NUMBER | VALUE (\$x1000) | SHRS OR PRN AMT | SH/PRN   | PUT/CALL | INVEST DISCRE |
| NASDAQ OMX GROUP          | COM            | 631103108    | \$ 22,774       | 1,078,300       | SH       | N/A      | DEFI          |
| NEWELL RUBBERMAID INC     | COM            | 651229106    | \$ 4,975        | 327,310         | SH       | N/A      | DEFI          |
| NOBLE ENERGY INC          | COM            | 655044105    | \$ 4,380        | 60,000          | SH       | N/A      | DEFI          |
| NORTHERN TRUST CORP       | COM            | 665859104    | \$ 2,210        | 40,000          | SH       | N/A      | DEFI          |
| NSTAR                     | COM            | 67019E107    | \$ 6,376        | 180,000         | SH       | N/A      | DEFI          |
| NUANCE COMMUNICATIONS INC | COM            | 67020Y100    | \$ 5,325        | 320,000         | SH       | N/A      | DEFI          |
| OCCIDENTAL PETROLEUM CORP | COM            | 674599105    | \$ 15,243       | 180,300         | SH       | N/A      | DEFI          |
| OMNICOM GROUP INC         | COM            | 681919106    | \$ 3,493        | 90,000          | SH       | N/A      | DEFI          |
| O REILLY AUTOMOTIVE INC   | COM            | 686091109    | \$ 2,711        | 65,000          | SH       | N/A      | DEFI          |
| OWENS ILL INC             | COM NEW        | 690768403    | \$ 2,132        | 60,000          | SH       | N/A      | DEFI          |
| PG& E CORP                | COM            | 69331C108    | \$ 27,993       | 659,900         | SH       | N/A      | DEFI          |
| PAYCHEX INC               | COM            | 704326107    | \$ 1,535        | 50,000          | SH       | N/A      | DEFI          |
| PEOPLES UTD FINL INC      | COM            | 712704105    | \$ 2,346        | 150,000         | SH       | N/A      | DEFI          |
| PEPSICO INC               | COM            | 713448108    | \$ 41,165       | 622,200         | SH       | N/A      | DEFI          |
| PHILIP MORRIS INTL INC    | COM            | 718172109    | \$ 26,998       | 517,600         | SH       | N/A      | DEFI          |
| PRIMERICA INC             | COM            | 74164M108    | \$ 300          | 20,000          | SH       | N/A      | DEFI          |
| PROCTER & GAMBLE CO       | COM            | 742718109    | \$ 25,302       | 399,900         | SH       | N/A      | DEFI          |
| PRUDENTIAL FINL INC       | COM            | 744320102    | \$ 25,725       | 425,200         | SH       | N/A      | DEFI          |
| PSYCHIATRIC SOLUTIONS INC | COM            | 74439H108    | \$ 2,733        | 91,700          | SH       | N/A      | DEFI          |
| QLOGIC CORP               | COM            | 747277101    | \$ 7,308        | 360,000         | SH       | N/A      | DEFI          |
| QUALCOMM INC              | COM            | 747525103    | \$ 26,009       | 619,400         | SH       | N/A      | DEFI          |
| QUEST DIAGNOSTICS INC     | COM            | 74834L100    | \$ 3,497        | 60,000          | SH       | N/A      | DEFI          |
| QUESTAR CORP              | COM            | 748356102    | \$ 10,122       | 234,300         | SH       | N/A      | DEFI          |
| ROCKWELL COLLINS INC      | COM            | 774341101    | \$ 25,631       | 409,500         | SH       | N/A      | DEFI          |
| ROPER INDS INC NEW        | COM            | 776696106    | \$ 14,871       | 257,100         | SH       | N/A      | DEFI          |
| SAIC INC                  | COM            | 78390X101    | \$ 2,283        | 129,000         | SH       | N/A      | DEFI          |
| SEI INVTS CO              | COM            | 784117103    | \$ 3,999        | 182,000         | SH       | N/A      | DEFI          |
| ST JUDE MED INC           | COM            | 790849103    | \$ 21,527       | 524,400         | SH       | N/A      | DEFI          |
| SCHLUMBERGER LTD          | COM            | 806857108    | \$ 10,960       | 172,700         | SH       | N/A      | DEFI          |
| SEALED AIR CORP NEW       | COM            | 81211K100    | \$ 10,019       | 475,300         | SH       | N/A      | DEFI          |
| SMITH INTL INC            | COM            | 832110100    | \$ 2,997        | 70,000          | SH       | N/A      | DEFI          |
| SOUTHERN CO               | COM            | 842587107    | \$ 25,881       | 780,500         | SH       | N/A      | DEFI          |
| SOUTHWESTERN ENERGY CO    | COM            | 845467109    | \$ 2,443        | 60,000          | SH       | N/A      | DEFI          |
| STAPLES INC               | COM            | 855030102    | \$ 21,989       | 940,100         | SH       | N/A      | DEFI          |
| STATE STR CORP            | COM            | 857477103    | \$ 21,198       | 469,600         | SH       | N/A      | DEFI          |
| SYNOPSIS INC              | COM            | 871607107    | \$ 2,684        | 120,000         | SH       | N/A      | DEFI          |

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|                              |                 |           |           |           |    |     |      |
|------------------------------|-----------------|-----------|-----------|-----------|----|-----|------|
| TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR   | 874039100 | \$ 14,722 | 1,403,407 | SH | N/A | DEFI |
| TALECRIS BIOTHERAPEUTICS HLD | COM             | 874227101 | \$ 2,948  | 148,000   | SH | N/A | DEFI |
| TARGET CORP                  | COM             | 87612E106 | \$ 24,738 | 470,300   | SH | N/A | DEFI |
| TEVA PHARMACEUTICAL INDS LTD | ADR             | 881624209 | \$ 19,063 | 302,200   | SH | N/A | DEFI |
| THERMO FISHER CORP           | COM             | 883556102 | \$ 25,298 | 491,800   | SH | N/A | DEFI |
| TOLL BROS INC                | COM             | 889478103 | \$ 18,375 | 883,400   | SH | N/A | DEFI |
| TOWERS WATSON & CO           | CL A            | 891894107 | \$ 1,929  | 40,600    | SH | N/A | DEFI |
| TRANSOCEAN INC               | Note 1.625%12/1 | 893830AU3 | \$ 5,614  | 5,600,000 | SH | N/A | DEFI |
| TRAVELERS COS INC            | COM             | 89417E109 | \$ 12,751 | 236,400   | SH | N/A | DEFI |
| URS CORP NEW                 | COM             | 903236107 | \$ 5,584  | 112,552   | SH | N/A | DEFI |
| UNION PAC CORP               | COM             | 907818108 | \$ 15,987 | 218,100   | SH | N/A | DEFI |
| UNITED PARCEL SVC INC        | CL B            | 911312106 | \$ 19,986 | 310,300   | SH | N/A | DEFI |
| UNITED TECHNOLOGIES CORP     | COM             | 913017109 | \$ 30,879 | 419,500   | SH | N/A | DEFI |
| UNITEDHEALTH GROUP INC       | COM             | 91324P102 | \$ 7,873  | 241,000   | SH | N/A | DEFI |
| URBAN OUTFITTERS INC         | COM             | 917047102 | \$ 2,472  | 65,000    | SH | N/A | DEFI |
| VCA ANTECH INC               | COM             | 918194101 | \$ 16,515 | 589,200   | SH | N/A | DEFI |
| V F CORP                     | COM             | 918204108 | \$ 33,799 | 421,700   | SH | N/A | DEFI |
| VALERO ENERGY CORP NEW       | COM             | 91913Y100 | \$ 1,478  | 75,000    | SH | N/A | DEFI |

| COLUMN 1               | COLUMN 2       | COLUMN 3     | COLUMN 4        | COLUMN 5        |        |          |               |
|------------------------|----------------|--------------|-----------------|-----------------|--------|----------|---------------|
| NAME OF ISSUER         | TITLE OF CLASS | CUSIP NUMBER | VALUE (x\$1000) | SHRS OR PRN AMT | SH/PRN | PUT/CALL | INVEST DISCRE |
| VERIZON COMMUNICATIONS | COM            | 92343V104    | \$ 32,329       | 1,042,200       | SH     | N/A      | DEFI          |
| VIACOM INC NEW         | CL B           | 92553P201    | \$ 18,259       | 531,100         | SH     | N/A      | DEFI          |
| WILLIAMS CO INC        | COM            | 969457100    | \$ 12,853       | 556,400         | SH     | N/A      | DEFI          |
| XILINX INC             | COM            | 983919101    | \$ 2,550        | 100,000         | SH     | N/A      | DEFI          |
|                        |                |              | \$2,130,320     | 61,382,795      |        |          |               |