SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Adams Paul R.	2. Date of Event Requiring Statement (Month/Day/Year) 09/12/2013		3. Issuer Name and Ticker or Trading Symbol <u>UNITED TECHNOLOGIES CORP /DE/</u> [UTX]					
(Last) (First) (Middle) ONE FINANCIAL PLAZA			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify		(Mont	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check		
	-		A below)	below)	Applic	able Line)		
(Street) HARTFORD CT 06101	_		COO, Pratt & V	Vhitney	X		One Reporting Person More than One erson	
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct or Indirect (I) (Instr. 5)	(D) (Instr. !	4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock			22	D				
Common Stock			2,400	I	By Sa	vings Plan T	ngs Plan Trustee	
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration Da (Month/Day/)	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date		Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)		
Non-Qualified Stock Option (right to buy)	01/03/2008	01/02/2015	Common Stock	15,300	51.5	D		
Restricted Stock Units	(1)	(1)	Common Stock	12,289.6813	(1)	D		
SRP Stock Unit	(2)	(2)	Common Stock	853.6491	(2)	D		
Stock Appreciation Right	01/02/2012	01/01/2019	Common Stock	22,000	54.95	D		
Stock Appreciation Right	01/03/2009	01/02/2016	Common Stock	10,300	56.53	D		
Stock Appreciation Right	01/03/2010	01/02/2017	Common Stock	11,400	62.81	D		
Stock Appreciation Right	01/04/2013	01/03/2020	Common Stock	16,000	71.63	D		
Stock Appreciation Right	01/03/2015	01/02/2022	Common Stock	25,500 ⁽³⁾	74.66	D		
Stock Appreciation Right	01/02/2011	01/01/2018	Common Stock	11,300	75.21	D		
Stock Appreciation Right	01/03/2014	01/02/2021	Common Stock	18,500 ⁽⁴⁾	78.99	D		
Stock Appreciation Right	(5)	01/01/2023	Common Stock	77,440	79.06	D		
Stock Appreciation Right	01/02/2016	01/01/2023	Common Stock	33,000 ⁽⁶⁾	84	D		

Explanation of Responses:

1. The restricted stock units vest on retirement from UTC on or after age 62 with a minimum of three years of service as a member of UTC's Executive Leadership Group. Each restricted stock unit represents a contingent right to receive one share of United Technologies Corporation Common Stock.

2. Each Savings Restoration Plan ("SRP") stock unit is the economic equivalent of one share of UTC common stock. The reported SRP stock units were acquired under UTC's Savings Restoration Plan, an excess benefit plan, and are to be settled upon the reporting person's retirement or other termination of service.

3. The reporting person was also awarded 6,800 performance share units (PSUs) under the UTC Long Term Incentive Plan. Each PSU has a value equal to one share of UTC common stock. These PSUs vest solely upon achievement of pre-established performance targets for UTC's earnings per share and total shareholder return over a three year time period.

4. The reporting person was also awarded 4,800 performance share units (PSUs) under the UTC Long Term Incentive Plan. Each PSU has a value equal to one share of UTC common stock. These PSUs vest solely upon achievement of pre-established performance targets for UTC's earnings per share and total shareholder return over a three year time period.

5.50% of the stock appreciation rights become exercisable on 12/31/2014 and 50% of the stock appreciation rights become exercisable on 12/31/2016, each subject to achievement of pre-established Pratt & Whitney earnings and other financial targets.

6. The reporting person was also awarded 8,000 performance share units (PSUs) under the UTC Long Term Incentive Plan. Each PSU has a value equal to one share of UTC common stock. These PSUs vest solely upon achievement of pre-established performance targets for UTC's earnings per share and total shareholder return over a three year time period.

/s/ Charles F. Hildebrand as	09/20/2013		
Attorney-in-Fact	09/20/2015		
** Signature of Reporting Person	Date		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.