SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287

0.5

	Estimated average burden	
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3
	Estimated average burde	en
	hours per response:	

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 Addre BELLEMAR (Last)	RE ALAIN (First)	erson* (Middle)	UNI UTX 3. Date] of Earliest Transac	OLOGIE	<u>S CORP /DE/</u> [lationship of Reporting Person(s) to Issuer ck all applicable) Director 10% Owner Officer (give title Other (specify below) below) President, Hamilton Sundstrand		
ONE FINANCI (Street) HARTFORD (City)	CT (State)	06101 (Zip)	4. If An	nendment, Date of C	Driginal Filed	(Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Form filed by On Form filed by Mo Person	e Reporting Pers	on
		Table I - Nor	n-Derivative S	ecurities Acq	uired, Disj	posed of, or Benefi	cially (Owned		
		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4 and	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

(A) or (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Code V

Amount

	(c.g., puls, variality, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Right	\$54.95	01/02/2009		A		79,000		01/02/2012	01/01/2019	Common Stock	79,000	\$0	79,000 ⁽¹⁾	D	

Explanation of Responses:

1. The reporting person was also awarded 18,200 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 performance period.

Remarks:

/s/ Charles F. Hildebrand as Attorney-in-Fact

01/06/2009

Date

** Signature of Reporting Person

Price

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 4 (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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).