SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Addres <u>HAYES GRE</u>	1 0	*	2. Issuer Name and Ticker or Trading Symbol UNITED TECHNOLOGIES CORP /DE/ [UTX]		tionship of Reporting Pers all applicable) Director Officer (give title	10% Owner Other (specify
(Last) 10 FARM SPRIN	(First) (Middle) PRINGS ROAD		3. Date of Earliest Transaction (Month/Day/Year) 01/02/2018		below) Chairman, Presider	below) nt and CEO
(Street) FARMINGTON	СТ	06032	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More than	orting Person
(City)	(State)	(Zip)			Person	One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock								101,869	D	
Common Stock								5,068	I	By Savings Plan Trustee
Common Stock								874	I	By Spouse
Common Stock								1,273	I	By Spouse's Savings Plan Account

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(0.9.)	puto,	Jun	, want		, options,	oonvertik		micoj				
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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	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		(Instr. 4)		
Restricted Stock Units RSU	(1)	01/02/2018		A		19,500		01/02/2021	(1)	Common Stock	19,500	\$128.16	19,500	D	
Stock Appreciation Right	\$128.16	01/02/2018		A		161,000		01/02/2021	01/01/2028	Common Stock	161,000	\$128.16	161,000 ⁽²⁾	D	

Explanation of Responses:

1. Each Restricted Stock Unit (RSU), including dividend equivalents that accrue during the vesting period, represents a contingent right to receive one share of UTC Common Stock.

2. The reporting person was also awarded 48,500 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 return on invested capital, earnings per share growth and total shareholder return relative to the S&P 500 index over a three-year time period.

<u>/s/ Ariel R. David as Attorney-</u>
in-Fact
** Signature of Reporting Person

01/04/2018

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 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.