FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

<b>STATEMENT</b>	OF CHANGES	S IN BENEFICIA	<b>L OWNERSHIP</b>

OMB APPROVAL							
OMB Number:	3235-0287						
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

	nd Address of UM JAN	Reporting Person*  VAN		<u>U</u>				er or Tradin NOLOG			P /DE/	[ (Ch	elationship o eck all applic Director	able)	Perso	n(s) to Issue 10% Owe Other (sp	ner
(Last) ONE FIN	(F NANCIAL I	,	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 10/15/2008							X Officer (give title Other (specify below)  President, UTC Power					
(Street)			06101	4.	4. If Amendment, Date of Original Filed (Month/Day/Year)						Line	e) X Form fi Form fi					
(City)	(S	· .	(Zip) ble I - Non-D	erivativ	vative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3)  2. Trans. Date				2A. Deemed Execution Date, if any (Month/Day/Year)		` <del>  `                                  </del>	str.			tr. 3, 4 and	Securities Beneficia Owned Fo Reported Transacti	Securities Beneficially		Direct Ir Indirect B tr. 4) C	. Nature of ndirect seneficial ownership nstr. 4)		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, 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)		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security	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)		Date Exercisable		piration te	Title	Amount or Number of Shares		(Instr. 4)			
Phantom Stock Unit	\$0 <sup>(1)</sup>	10/15/2008		A		25.3807		(1)		(1)	Common Stock	25.3807	\$49.25	7,109.302	25	D	

## **Explanation of Responses:**

1. Deferred phantom stock units acquired at the election of the executive under the United Technologies Corporation Deferred Compensation Plan, in a transaction exempt under Rule 16b-3. Each unit has a value equal to one share of Common Stock and units are payable in cash following termination of employment, retirement or death.

## Remarks:

/s/ Charles F. Hildebrand as Attorney-in-Fact 10/21/2008

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.