SEC Form 4	
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## 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
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1. Name and Addr Brown Willi	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>UNITED TECHNOLOGIES CORP /DE/</u> UTX ]		ationship of Reporting Pe k all applicable) Director Officer (give title below)	erson(s) to Issuer 10% Owner Other (specify below)
(Last) ONE FINANC	(First) IAL PLAZA	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/08/2011		President, UTC Fi	,
(Street) HARTFORD	СТ	06101	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Group Fili	eporting Person
(City)	(State)	(Zip)	—		Form filed by More th Person	an 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)			4. Securities A Disposed Of (				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/08/2011		A		12,384 <sup>(1)</sup>	A	\$83.66	31,009	D	
Common Stock	02/08/2011		F		4,140	D	\$83.66	26,869	D	
Common Stock								4,451	I	By Savings Plan Trustee

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

	(org., paro, band, mananto, optiono, contention occurring)														
1. Title of Derivative Security (Instr. 3)	Conversion Date	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) (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				

**Explanation of Responses:** 

1. The acquisition of shares of UTC common stock represents the vesting of performance share units (PSUs) previously awarded on January 2, 2008 to the reporting person under the UTC 2005 Long-Term Incentive Plan. Each PSU has a value equal to one share of UTC common stock. The PSUs vested solely upon achievement of pre-established performance targets for UTC's earnings per share and total shareholder return over a three-year performance period.

<u>/s/ Charles F. Hildebrand as</u> <u>Attorney-in-Fact</u>

02/09/2011

\*\* 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 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.