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 [*] MCDONOUGH ROBERT J	2. Date of Event Requiring Statement (Month/Day/Year) 09/09/2015		3. Issuer Name and Ticker or Trading Symbol <u>UNITED TECHNOLOGIES CORP /DE/</u> [UTX]				
(Last) (First) (Middle) 10 FARM SPRINGS ROAD			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner		(Mont	5. If Amendment, Date of Original Filed (Month/Day/Year)	
	-		X Officer (give title below)	Other (spec below)		ividual or Joint/ cable Line)	Group Filing (Check
(Street)			President, UT	CCCS	X		One Reporting Person
FARMINGTON CT 06032	-					Form filed by Reporting Pe	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. Ownershi Form: Direct or Indirect (I (Instr. 5)	(D) (Instr. 5)		Beneficial Ownership	
Common Stock			11,484	D			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
					2		
1. Title of Derivative Security (Instr. 4)	2. Date Exerce Expiration Date (Month/Day/	ate	3. Title and Amount of Securiti Derivative Security (Instr. 4)	es Underlying	4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
1. Title of Derivative Security (Instr. 4)	Expiration D	ate		es Underlying Amount or Number of Shares	Conversion	Ownership	Beneficial Ownership
1. Title of Derivative Security (Instr. 4) Restricted Stock Units	Expiration D (Month/Day/	ate Year) Expiration	Derivative Security (Instr. 4)	Amount or Number of	Conversion or Exercise Price of Derivative	Ownership Form: Direct (D) or Indirect	Beneficial Ownership
	Expiration D. (Month/Day/ Date Exercisable	ate Year) Expiration Date	Derivative Security (Instr. 4)	Amount or Number of Shares	Conversion or Exercise Price of Derivative Security	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership
Restricted Stock Units	Expiration D (Month/Day/ Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title Common Stock	Amount or Number of Shares 12,333.4911	Conversion or Exercise Price of Derivative Security (1)	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership
Restricted Stock Units Restricted Stock Units RSU	Expiration D. (Month/Day/ ^A Date Exercisable (1) (3)	Expiration Date (2) (3)	Derivative Security (Instr. 4) Title Common Stock Common Stock	Amount or Number of Shares 12,333.4911 11,614	Conversion or Exercise Price of Derivative Security (1) (4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D	Beneficial Ownership
Restricted Stock Units Restricted Stock Units RSU Stock Appreciation Right	Expiration D. (Month/Day/A Date Exercisable (1) (3) 01/02/2012	ate Year) Expiration Date (2) (3) 01/01/2019	Derivative Security (Instr. 4) Title Common Stock Common Stock Common Stock	Amount or Number of Shares 12,333.4911 11,614 20,000	Conversion or Exercise Price of Derivative Security (1) (4) (4) 54.95	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D	Beneficial Ownership
Restricted Stock Units Restricted Stock Units RSU Stock Appreciation Right Stock Appreciation Right	Expiration D. (Month/Day/2) Date Exercisable (1) (3) 01/02/2012 01/04/2013	Expiration Date (2) (3) 01/01/2019 01/03/2020	Derivative Security (Instr. 4) Title Common Stock Common Stock Common Stock Common Stock Common Stock	Amount or Number of Shares 12,333.4911 11,614 20,000 18,900	Conversion or Exercise Price of Derivative Security (1) (4) (4) 54.95 71.63	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D D	Beneficial Ownership
Restricted Stock Units Restricted Stock Units RSU Stock Appreciation Right Stock Appreciation Right	Expiration D: (Month/Day/N Date Exercisable (1) (3) 01/02/2012 01/04/2013 01/03/2015	Expiration Date (2) (3) 01/01/2019 01/02/2020	Derivative Security (Instr. 4) Title Common Stock Common Stock	Amount or Number of Shares 12,333.4911 11,614 20,000 18,900 28,000	Conversion or Exercise Price of Derivative Security (1) (4) 54.95 71.63 74.66	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D D D	Beneficial Ownership
Restricted Stock Units Restricted Stock Units RSU Stock Appreciation Right Stock Appreciation Right Stock Appreciation Right	Expiration D. (Month/Day/N Date Exercisable (1) (3) 01/02/2012 01/04/2013 01/03/2015 01/03/2014	Expiration Date (2) (3) 01/01/2019 01/03/2020 01/02/2021	Derivative Security (Instr. 4) Title Common Stock	Amount or Number of Shares 12,333.4911 11,614 20,000 18,900 28,000 20,900	Conversion or Exercise Price of Derivative Security (1) (4) 54.95 71.63 74.66 78.99	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D D D D D	Beneficial Ownership

Explanation of Responses:

1. The restricted stock units ("RSUs") 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. When UTC pays a dividend on its common stock, the officer's RSU account is credited with additional RSUs equal in value to the dividend paid on a corresponding number of shares of common stock.

2. The restricted stock units ("RSUs") 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. When UTC pays a dividend on its common stock, the officer's RSU account is credited with additional RSUs equal in value to the dividend paid on a corresponding number of shares of common stock.

3. The restricted stock units will vest on May 1, 2017. When UTC pays a dividend on its common stock, the officer's RSU account is credited with additional RSUs equal in value to the dividend paid on a corresponding number of shares of common stock.

4. Each restricted stock unit represents a contingent right to receive one share of United Technologies Corporation common stock.

5. On January 2, 2013, the reporting person was also awarded 9,300 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.

6. On January 2, 2014, the reporting person also was granted 69,500 performance stock appreciation rights, 50% of which are subject to vesting on December 31, 2015 and 50% of which are subject to vesting on December 31, 2017, in each case subject to achievement of pre-established business unit earnings, sales and other financial targets. On January 2, 2014, the reporting person was also awarded 9,100 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.

7. On January 2, 2015, the reporting person was awarded 12,100 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

Attorney-in-Fact

** 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.

09/18/2015