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									
Estimated average burden										
hours per response:	0.5									

1. Name and Address of Reporting Person [*] CHENEVERT LOUIS			2. Issuer Name and Ticker or Trading Symbol UNITED TECHNOLOGIES CORP /DE/ UTX]		tionship of Reporting Perso all applicable) Director Officer (give title	10% Owner Other (specify	
(Last) (First) (Middle) ONE FINANCIAL PLAZA		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/29/2012		below) below) Chairman & CEO		
(Street) HARTFORD	СТ	06101	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filing Form filed by One Repor Form filed by More than	rting Person	
(City)	(State)	(Zip)			Person		

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. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	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	11/29/2012		М		42,500	A	\$31.705	424,602	D			
Common Stock	11/29/2012		S		42,500	D	\$80	382,102	D			
Common Stock	11/30/2012		М		42,500	A	\$31.705	424,602	D			
Common Stock	11/30/2012		S		5,563	D	\$80.3	419,039	D			
Common Stock	11/30/2012		S		22,337(1)	D	\$80.3022	396,702	D			
Common Stock (Career Restricted)								2,400	D			
Common Stock								4,112	I	By Savings Plan Trustee		

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)		n 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				
Non- Qualified Stock Option (right to buy)	\$31.705	11/29/2012		М			42,500	01/02/2006	01/01/2013	Common Stock	42,500	\$0.0000	42,500	D	
Non- Qualified Stock Option (right to buy)	\$31.705	11/30/2012		М			42,500	01/02/2006	01/01/2013	Common Stock	42,500	\$0.0000	0.0000	D	

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$80.30 to \$80.32. Upon request, UTC will provide full information as to the shares sold at each separate price.

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

12/03/2012

** 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.