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 [*] Gill Charles D			2. Issuer Name and Ticker or Trading Symbol <u>UNITED TECHNOLOGIES CORP /DE/</u> [UTX]		tionship of Reporting Perso all applicable) Director Officer (give title below)	n(s) to Issuer 10% Owner Other (specify below)
(Last) (First) (Middle) ONE FINANCIAL PLAZA		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/11/2013		Senior VP and Genera	,
(Street) HARTFORD	СТ	06101	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Form filed by One Report Form filed by More than C Person	ing Person
(City)	(State)	(Zip)				

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)						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	02/11/2013		A		16,878 ⁽¹⁾	A	\$89.61	27,260	D	
Common Stock	02/11/2013		F		6,628	D	\$89.61	20,632	D	
Common Stock								5,849	Ι	By Savings Plan Trustee
Common Stock								1,546.02	I	By Spouse's IRA

	Ta	ble II - Deriva (e.g., p		rities Acqu , warrants,	,	• •			ed		
ion	3. Transaction Date	3A. Deemed Execution Date,	4. Transaction		6. Date Exe Expiration		7. Title and Amount of	8. Price Derivati	of 9. Number of derivative	10. Ownership	11. Nature of Indirect

Derivati Securit <u></u> (Instr. 3	or Exercise	Date (Month/Day/Year)	if any '	Transa Code (8)		Secur Acqu (A) or Dispo of (D) (Instr	of Expiration Date (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Amour Securi Underl Deriva Securi and 4)	ties ying tive ty (Instr. 3	Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Title of 2.

1. The acquisition of shares of UTC common stock represents the vesting of performance share units (PSUs) previously awarded on January 4, 2010 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 soley upon achievement of pre-established performance targets for UTC's earnings per share and total shareholder return over a three-year performance period.

/s/ Charles F. Hildebrand as								
Attorney-in-Fact								

02/13/2013

Date

** Signature of Reporting Person

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.