## FORM 4

obligations may continue. See

Instruction 1(b)

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden 0.5 hours per response:

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 1. Name and Address of Reporting Person 2. Issuer Name and Ticker or Trading Symbol UNITED TECHNOLOGIES CORP /DE/ <u>Pino Jeffrey P</u> Director 10% Owner UTX ] Officer (give title Other (specify below) below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) President, Sikorsky Aircraft ONE FINANCIAL PLAZA 02/08/2011 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) **HARTFORD** CT 06101 Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of 6. Ownership 7. Nature Transaction **Execution Date** Securities Form: Direct of Indirect (D) or Indirect (I) (Instr. 4) (Month/Day/Year) Code (Instr. Beneficially Beneficial 8) (Month/Dav/Year) Owned Following Ownership Reported (Instr. 4) (A) or (D) Transaction(s) Code ν Amount Price (Instr. 3 and 4) Common Stock 02/08/2011 A 11,266(1) Α \$83.66 26,481 D 02/08/2011 Common Stock F 3,736 D \$83.66 22,745 D By Savings Common Stock 2,957 Plan Trustee Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1 Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7 Title and 8. Price of 9. Number of 10 11 Nature Execution Date of Indirect Derivative Conversion Transaction Expiration Date Amount of derivative Ownership Derivative (Month/Day/Year Derivative Security or Exercise if any Code (Instr. (Month/Day/Year) Securities Security Securities Form: Beneficial (Instr. 3) (Month/Day/Year) Securities Underlying (Instr. 5) Beneficially Direct (D) Derivative Acquired Derivative Owned or Indirect (Instr. 4) (A) or Disposed (I) (Instr. 4) Security Security (Instr. 3 Following and 4) Reported of (D) (Instr. 3, 4 Transaction(s)

## **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.

Date

Exercisable

Expiration Date

Title

and 5)

(A) (D)

> /s/ Charles F. Hildebrand as 02/09/2011 Attorney-in-Fact

Amount

Shares

(Instr. 4)

\*\* 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).

Code

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.