SEC Form 3

FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
OMB Number: 3235-0104

Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	or Sec	7						
1. Name and Address of Reporting Person <sup>*</sup> Calio Christopher T.	2. Date of Even Requiring State (Month/Day/Yea 06/25/2019	ement	3. Issuer Name and Ticker or Trading Symbol <u>UNITED TECHNOLOGIES CORP /DE/</u> [ UTX ]					
(Last) (First) (Middle) 10 FARM SPRINGS ROAD	00/23/2013		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Cofficer (give title Other (specify			<ul><li>5. If Amendment, Date of Original Filed (Month/Day/Year)</li><li>6. Individual or Joint/Group Filing (Check</li></ul>		
(Street) FARMINGTON CT 06032			A below) below) Pres, Comm Engines, P&W			Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City) (State) (Zip)								
	Table I - No	n-Derivat	ive Securities Beneficial	ly Owned				
1. Title of Security (Instr. 4) Common Stock Common Stock			. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownershi Form: Direc or Indirect ( (Instr. 5)	(D) (Instr. 5)			
			3,401	D				
			1,712	I	By S	avings Plan T	rustee	
			e Securities Beneficially					
	(e.g., puts, ca	lls, warra	nts, options, convertible	esecurities	5)			
1. Title of Derivative Security (Instr. 4)	(e.g., puts, ca 2. Date Exerc Expiration Da (Month/Day/	cisable and ate	nts, options, convertible 3. Title and Amount of Securit Underlying Derivative Securit	ties	4. Conversion or Exercise	Form:	6. Nature of Indirect Beneficial Ownershij (Instr. 5)	
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration Da	cisable and ate	3. Title and Amount of Securit	ties	4. Conversion	Ownership	Beneficial Ownership	
1. Title of Derivative Security (Instr. 4) Restricted Stock Units	2. Date Exerc Expiration Da (Month/Day/) Date	cisable and ate Year) Expiration	3. Title and Amount of Securit Underlying Derivative Securit	ties y (Instr. 4) Amount or Number	4. Conversion or Exercise Price of Derivative	Ownership Form: Direct (D) or Indirect	Beneficial Ownership	
Restricted Stock Units	2. Date Exerc Expiration Da (Month/Day/N Date Exercisable	Expiration Date	3. Title and Amount of Securit Underlying Derivative Securit	ties y (Instr. 4) Amount or Number of Shares	4. Conversion or Exercise Price of Derivative Security	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownership	
Restricted Stock Units Restricted Stock Units RSU	2. Date Exercisable	Expiration Date	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock	ties y (Instr. 4) Amount or Number of Shares 9,559	4. Conversion or Exercise Price of Derivative Security	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownershi	
Restricted Stock Units Restricted Stock Units RSU	2. Date Exercisable (1) (1) (1) (1) (1) (1) (1) (1) (1) (1)	Expiration Date	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock Common Stock	Amount or Number of Shares 9,559 2,275	4. Conversion or Exercise Price of Derivative Security (1) (2)	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	Beneficial Ownershi	
Restricted Stock Units Restricted Stock Units RSU Restricted Stock Units RSU Restricted Stock Units RSU	2. Date Exercisable (Month/Day/N Date Exercisable (1) 01/02/2021 01/03/2020	Expiration Date (1) (2) (2)	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock Common Stock	Amount or Number of Shares9,5592,2751,482	4. Conversion or Exercise Price of Derivative Security (1) (2) (2)	Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D D D D	Beneficial Ownershi	
Restricted Stock Units Restricted Stock Units RSU Restricted Stock Units RSU Restricted Stock Units RSU SRP Stock Unit	2. Date Exercisable (Month/Day/) Date Exercisable (1) 01/02/2021 01/03/2020 02/05/2022	Expiration Date (1) (2) (2) (2)	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock Common Stock Common Stock	Amount or Number of Shares       9,559       2,275       1,482       16,757	4. Conversion or Exercise Price of Derivative Security (1) (2) (2) (2) (2)	<ul> <li>Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</li> <li>D</li> <li>D</li> <li>D</li> <li>D</li> <li>D</li> </ul>	Beneficial Ownershi	
Restricted Stock Units Restricted Stock Units RSU Restricted Stock Units RSU	2. Date Exercisable (Month/Day/) Date Exercisable (1) 01/02/2021 01/03/2020 02/05/2022 (3)	Expiration Date (1) (2) (2) (3)	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock Common Stock Common Stock Common Stock	<ul> <li>kies (Instr. 4)</li> <li>Amount or Number of Shares</li> <li>9,559</li> <li>2,275</li> <li>1,482</li> <li>16,757</li> <li>296.0384</li> </ul>	4. Conversion or Exercise Price of Derivative Security (1) (2) (2) (2) (2) (3)	<ul> <li>Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</li> <li>D</li> <li>D</li> <li>D</li> <li>D</li> <li>D</li> <li>D</li> <li>D</li> </ul>	Beneficial Ownershi	
Restricted Stock Units Restricted Stock Units RSU Restricted Stock Units RSU Restricted Stock Units RSU SRP Stock Unit Stock Appreciation Right	2. Date Exercisable (Month/Day/N Date Exercisable (1) 01/02/2021 01/03/2020 (3) 01/03/2015 (1) 01/03/2015 (1) 01/03/2015 (1)	Expiration Date           (1)           (2)           (2)           (3)           01/02/2022	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock	Amount or Number of Shares       9,559       2,275       1,482       16,757       296.0384       5,800	4. Conversion or Exercise Price of Derivative Security (1) (2) (2) (2) (2) (2) (3) 74.66	Ownership       Form:       Direct (D)       or Indirect       (I) (Instr. 5)       D       D       D       D       D       D       D       D       D       D       D       D       D       D       D       D       D       D       D	Beneficial Ownershi	
Restricted Stock Units Restricted Stock Units RSU Restricted Stock Units RSU Restricted Stock Units RSU SRP Stock Unit Stock Appreciation Right Stock Appreciation Right	2. Date Exercisable           2. Date Expiration Discription Discripticon Discripti Discription Discription Discripti Discripti Discripti	Expiration Date           (1)           (2)           (2)           (3)           01/02/2022           01/01/2023	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock	<ul> <li>kies (Instr. 4)</li> <li>Amount or Number of Shares</li> <li>9,559</li> <li>2,275</li> <li>1,482</li> <li>16,757</li> <li>296.0384</li> <li>5,800</li> <li>5,900</li> </ul>	4. Conversion or Exercise Price of Derivative Security (1) (2) (2) (2) (2) (3) 74.66 84	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)DDDDDDDDDDDDDDDDDDDDDDD	Beneficial Ownershi	
Restricted Stock Units Restricted Stock Units RSU Restricted Stock Units RSU Restricted Stock Units RSU SRP Stock Unit Stock Appreciation Right Stock Appreciation Right	2. Date Exercisable           2. Date Expiration Discription Discripticon Discripti Discription Discription Discripti Discripti Discripti	Expiration Date           (1)           (2)           (2)           (3)           01/02/2022           01/03/2026	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock	Amount or Number of Shares       9,559       2,275       1,482       16,757       296.0384       5,800       5,900       13,200	4. Conversion or Exercise Price of Derivative Security (1) (2) (2) (2) (2) (2) (3) 74.66 84 95.57	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)DDDDDDDDDDDDDDDDDDDDDDDDDDDDD	Beneficial Ownershi	
Restricted Stock Units Restricted Stock Units RSU Restricted Stock Units RSU Restricted Stock Units RSU SRP Stock Unit Stock Appreciation Right Stock Appreciation Right Stock Appreciation Right	2. Date Exercisable           2. Date Expiration Discription Discripticon Discripti Discription Discription Discripti Discripti Discripti	Expiration Date           (1)           (2)           (2)           (2)           (3)           01/02/2022           01/03/2026           01/02/2027	3. Title and Amount of Securit Underlying Derivative Securit Title Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock Common Stock	Amount or Number of Shares       9,559       2,275       1,482       16,757       296.0384       5,800       5,900       13,200       10,500(4)	4. Conversion or Exercise Price of Derivative Security (1) (2) (2) (2) (2) (2) (3) 74.66 84 95.57 110.83	Ownership       Form:       Direct (D)       or Indirect (I)       (I) (Instr. 5)       D	Beneficial Ownershi	
Restricted Stock Units Restricted Stock Units RSU Restricted Stock Units RSU Restricted Stock Units RSU SRP Stock Unit Stock Appreciation Right Stock Appreciation Right Stock Appreciation Right Stock Appreciation Right	2. Date Exercisable           (i)           Date           (i)           01/02/2021           01/03/2020           02/05/2022           (3)           01/02/2015           01/02/2016           01/02/2019           01/03/2020	Expiration Date           (1)           (2)           (2)           (2)           (3)           01/02/2022           01/03/2026           01/02/2027           01/01/2024	3. Title and Amount of Securit         Underlying Derivative Securit         Title         Common Stock         Common Stock	Amount or Number of Shares       9,559       2,275       11,482       16,757       296.0384       5,800       5,900       13,200       10,500 <sup>(4)</sup> 4,700	4. Conversion or Exercise Price of Derivative Security (1) (2) (2) (2) (2) (2) (3) 74.66 84 95.57 110.83 112.49	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)DDDDDDDDDDDDDDDDDDDDDDDDDDDDDDDDD	Beneficial Ownershi	

## Explanation of Responses:

These Restricted Stock Units (RSU) were awarded in connection with the reporting person's membership in UTC's Executive Leadership Group (ELG). Following three years of ELG service, each RSU, including accumulated dividend equivalents, represents a right to receive one share of UTC Common Stock upon a Qualifying Separation from UTC (as defined in Exhibit 10.6 of UTC's 2018 Form 10-K).
 Each Restricted Stock Unit (RSU), including dividend equivalents that accrue during the vesting period, represents a contingent right to receive one share of UTC Common Stock.

3. Each Savings Restoration Plan ("SRP") stock unit is the economic equivalent of one share of UTC common stock. The reported SRP stock units were acquired under UTC's Savings Restoration Plan, an excess benefit plan, and are to be settled upon the reporting person's retirement or other termination of service.

4. In January 2017, the reporting person was also awarded 3,500 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 return on invested capital, earnings per share growth and total shareholder return relative to the S&P 500 index over a three-year time period.

5. In February 2019, the reporting person was also awarded 5,800 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 return on invested capital, earnings per share growth and total shareholder return relative to the S&P 500 index over a three-year time period.

6. In January 2018, the reporting person was also awarded 5,500 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 return on invested capital, earnings per share growth and total shareholder return relative to the S&P 500 index over a three-year time period.

## 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.

Know all by these presents that the undersigned hereby constitutes and appoints each of Charles D. Gill, Peter J. Graber-Lipperman and Ariel R. David, signing individually, as the undersigned's true and lawful attorney-in-fact to:

(1) execute, for and on behalf of the undersigned, Forms 3, 4, and 5 (and any replacement form or successor to such forms, as may be established by the U.S. Securities and Exchange Commission from time to time) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended from time to time and the rules thereunder;

(2) execute, for and on behalf of the undersigned, any Form 144 (and any replacement form or successor to such form, as may be established by the U.S. Securities and Exchange Commission from time to time) required to be filed on behalf of the undersigned in accordance with Rule 144 of the U.S. Securities and Exchange Commission, as amended from time to time;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any of the documents referred to in items (1) and (2) above and timely file the same with the U.S. Securities and Exchange Commission and any stock exchange or similar authority; and

(4) take any action of any type whatsoever in connection with the foregoing (including but not limited to the execution of any written representations required on behalf of the undersigned to confirm compliance with Rule 144) which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation,

hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is United Technologies Corporation (the "Company") assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, Rule 144 of the U.S. Securities and Exchange Commission or any other provision of the securities laws.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file any of the documents referred to above with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 25th day of June, 2019.

/s/Christopher T. Calio Christopher T. Calio