UNITED TECHNOLOGIES CORP /DE/
Form 4
February 14, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hess David P

(Last) (First) (Middle)

ONE FINANCIAL PLAZA

(Street)

HARTFORD, CT 06101

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
UNITED TECHNOLOGIES CORP /DE/ [UTX]

3. Date of Earliest Transaction (Month/Day/Year)
02/10/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President, Pratt & Whitney

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting 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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	02/10/2012		M		65,000	A	$ 75.21	113,962	D	
Common Stock	02/10/2012		M		61,000	A	$ 62.81	174,962	D	
Common Stock	02/10/2012		M		60,000	A	$ 70.81	234,962	D	
Common Stock	02/10/2012		S		30,203	D	$ 83.2763 (1)	204,759	D	
Common Stock	02/10/2012		F		155,797	D	$ 83.24	48,962	D	
								5,114	I	

Common Stock	By Savings Plan Trustee

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 an
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	$ 70.81	02/10/2012		M			60,000	(2)	04/08/2018	Common Stock
Stock Appreciation Right	$ 75.21	02/10/2012		M			65,000	01/02/2011	01/01/2018	Common Stock
Stock Appreciation Right	$ 62.81	02/10/2012		M			61,000	01/03/2010	01/02/2017	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hess David P ONE FINANCIAL PLAZA HARTFORD, CT 06101			President, Pratt & Whitney	

Signatures

/s/ Charles F. Hildebrand as Attorney-in-Fact	02/14/2012
**Signature of Reporting Person	Date

Explanation of Responses:

*	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).
(1)	The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $83.24 to $83.39, inclusive. The reporting person undertakes to provide to United Technologies Corporation, any security holder of United Technologies Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote 1 of this Form 4.
(2)	120,000 Stock Appreciation Rights were granted on April 9, 2008 with 60,000 scheduled to vest on 4/9/2011 and 60,000 scheduled to vest on 4/9/2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.