

UNITED TECHNOLOGIES CORP /DE/
Form 4
November 20, 2006

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 *
DAVID GEORGE AL

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/16/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

UNITED TECHNOLOGIES CORPORATION, ONE FINANCIAL PLAZA
(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

HARTFORD, CT 06101

(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) | 3. 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/16/2006 | | M | | 300,000 | A | \$ 18.9687 |
| Common Stock | 11/16/2006 | | F | | 85,240 | D | \$ 66.76 |
| Common Stock | 11/16/2006 | | F | | 89,677 | D | \$ 66.76 |
| Common Stock | 11/16/2006 | | G | | 385 | D | \$ 0 |
| | 11/17/2006 | | S | | 45,000 | D | \$ 66.06 |

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| | | | | | | | | | |
|--------------|------------|--|---|--------|---|------------|--------------------------|---|-------------------------|
| Common Stock | | | | | | | | | |
| Common Stock | 11/17/2006 | | S | 35,000 | D | \$ 66.05 | 1,730,772 | D | |
| Common Stock | 11/17/2006 | | S | 4,280 | D | \$ 66.032 | 1,726,492 | D | |
| Common Stock | 11/17/2006 | | S | 5,000 | D | \$ 66.03 | 1,721,492 | D | |
| Common Stock | 11/17/2006 | | S | 10,803 | D | \$ 66.08 | 1,710,689 | D | |
| Common Stock | 11/17/2006 | | S | 5,000 | D | \$ 66.09 | 1,705,689 | D | |
| Common Stock | 11/17/2006 | | S | 5,000 | D | \$ 66.0514 | 1,700,689 | D | |
| Common Stock | 11/17/2006 | | S | 5,000 | D | \$ 66.0506 | 1,695,689 | D | |
| Common Stock | 11/17/2006 | | S | 5,000 | D | \$ 66.1 | 1,690,689 | D | |
| Common Stock | 11/17/2006 | | S | 5,000 | D | \$ 66.0526 | 1,685,689 ⁽¹⁾ | D | |
| Common Stock | | | | | | | 10,087.761 | I | By Savings Plan Trustee |

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

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(9-02)

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 Amount of Underlying Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount |
| Non-Qualified Stock Option | \$ 18.9687 | 11/16/2006 | | M | 300,000 | 02/24/2000 | 02/24/2007 | Common Stock | 3 |

(right to buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DAVID GEORGE AL UNITED TECHNOLOGIES CORPORATION ONE FINANCIAL PLAZA HARTFORD, CT 06101 | X | | Chairman and CEO | |

Signatures

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

11/20/2006

__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 reporting person also directly owns 97,064 shares of United Technologies Career Restricted Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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