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UNITED TECHNOLOGIES CORP /DE/

Form 4 April 25, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

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

SECURITIES Form 5

(Middle)

obligations may continue. See Instruction 1(b).

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)

(Last)

1. Name and Address of Reporting Person * **CHENEVERT LOUIS**

(First)

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to Issuer

UNITED TECHNOLOGIES CORP

/DE/ [UTX]

04/21/2006

(Check all applicable)

President and COO

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

Director X_ Officer (give title

below)

10% Owner Other (specify

UNITED TECHNOLOGIES CORPORATION, ONE FINANCIAL PLAZA

> (Street) 4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

HARTFORD, CT 06101

| (City) | (State) | (Zip) Tab | le I - Non- | Derivative | Secui | rities Acquir | ed, Disposed of, | or Beneficiall | y Owned |
|--------------------------------------|---|---|--|--|---------|---------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securit our Dispos (Instr. 3, 4 | ed of (| | 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) |
| Common Stock | 04/21/2006 | | M | 40,000 | A | \$ 36.2187 | 101,129 | D | |
| Common Stock | 04/21/2006 | | F | 22,560 | D | \$ 64.22 | 78,569 | D | |
| Common Stock | 04/21/2006 | | F | 7,024 | D | \$ 64.22 | 71,545 | D | |
| Common Stock | 04/25/2006 | | S | 3,516 | D | \$ 64.26 | 68,029 (1) | D | |
| | | | | | | | 2,810.463 | I | |

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Common By
Stock Savings
Plan

Trustee

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

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 control number.

SEC 1474

(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) | Code | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | 7. Title and Amou Underlying Secur (Instr. 3 and 4) | |
|---|---|---|---|--------|---|---------------------|--------------------|---|-------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Am or Num of S |
| Non-Qualified Stock Option | \$ 36.2187 | 04/21/2006 | | M | 40,000 | 04/30/2002 | 04/29/2009 | Common Stock | 40 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---------------------------------|---------------|-----------|-----------|-------|--|--|
| 1 | Director | 10% Owner | Officer | Other | | |
| CHENEVERT LOUIS | | | | | | |
| UNITED TECHNOLOGIES CORPORATION | | | President | | | |
| ONE FINANCIAL PLAZA | | | and COO | | | |
| HARTFORD, CT 06101 | | | | | | |

Signatures

(right to buy)

By: /s/ Charles F. Hildebrand as Attorney-in-Fact 04/25/2006

**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 2,400 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.

Reporting Owners 2

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