

UNITED TECHNOLOGIES CORP /DE/  
Form 8-K  
December 19, 2014

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

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 19, 2014

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UNITED TECHNOLOGIES CORPORATION  
(Exact name of registrant as specified in its charter)

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|--|--------------------------------------|---|
| Delaware<br>(State or other jurisdiction<br>of incorporation)  | 1-812<br>(Commission<br>File Number) | 06-0570975<br>(I.R.S. Employer<br>Identification No.) |
| One Financial Plaza<br>Hartford, Connecticut 06103<br>(Address of principal executive offices, including zip code) |                                      |   |
| Registrant's telephone number, including area code<br>(860) 728-7000   |                                      |   |
| N/A<br>(Former name or former address, if changed since last report)   |                                      |   |

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 Regulation FD Disclosure.

On December 19, 2014, United Technologies Corporation (the “Company”) issued a press release announcing that it had been notified of an unsolicited “mini-tender” offer by TRC Capital Corporation (“TRC Capital”) to purchase up to 1,000,000 shares of the Company’s outstanding common stock. The Company recommends that shareholders reject the offer.

A copy of the press release is furnished herewith as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Exhibit Number | Exhibit Description  |
|----------------|--|
| 99.1           | Press release, dated December 19, 2014, issued by United Technologies Corporation. |

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UNITED TECHNOLOGIES CORPORATION  
(Registrant)

Date: December 19, 2014

By: /S/ PETER J. GRABER-LIPPERMAN  
Peter J. Graber-Lipperman  
Vice President, Secretary and Associate General Counsel

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EXHIBIT INDEX

| Exhibit<br>Number | Exhibit Description  |
|-------------------|--|
| 99.1              | Press release, dated December 19, 2014, issued by United Technologies Corporation. |