

UNITED TECHNOLOGIES CORP /DE/
Form 4
May 25, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
BUCKNALL WILLIAM L JR

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)
05/23/2005

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP, Human Resources & Org.

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. 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	05/23/2005		M		48,000 A \$ 27.3125	108,525	D
Common Stock	05/23/2005		F		12,180 D \$ 107.64	96,345	D
Common Stock	05/23/2005		F		14,476 D \$ 107.64	81,869 ⁽¹⁾	D
Common Stock	05/24/2005		S		19,344 D \$ 107	62,525	D
	05/24/2005		S		400 D \$ 107.02	62,125	D

Common Stock									
Common Stock	05/24/2005		S	400	D	\$ 107.03	61,725	D	
Common Stock	05/24/2005		S	200	D	\$ 107.05	61,525	D	
Common Stock	05/24/2005		S	100	D	\$ 107.07	61,425	D	
Common Stock	05/24/2005		S	500	D	\$ 107.09	60,925	D	
Common Stock	05/24/2005		S	300	D	\$ 107.12	60,625	D	
Common Stock	05/24/2005		S	100	D	\$ 107.13	60,525	D	
Common Stock							2,760.782	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)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 27.3125	05/23/2005		M	48,000	02/23/1999	02/23/2006	Common Stock	48,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

BUCKNALL WILLIAM L JR
UNITED TECHNOLOGIES CORPORATION
ONE FINANCIAL PLAZA
HARTFORD, CT 06101

SVP, Human
Resources &
Org.

Signatures

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

05/24/2005

__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 13,724 shares of United Technologies Career Restricted Common Stock and 20,000 shares of 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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