

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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<b>1. Name and Address of Reporting Person *</b> <u>DARNIS GERAUD</u>  (Last) (First) (Middle) UNITED TECHNOLOGIES CORPORATION ONE FINANCIAL PLAZA  (Street) HARTFORD CT 06101  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> UNITED TECHNOLOGIES CORP /DE/ [ UTX ]	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President, Carrier Corporation
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 01/21/2004	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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	01/21/2004		M		20,000	A	\$34.5	31,897.172	D	
Common Stock	01/21/2004		F		7,198	D	\$95.87	28,939.172	D	
Common Stock	01/21/2004		F		4,070	D	\$95.87	24,869.172	D	
Common Stock	01/21/2004		M		10,000	A	\$36.5625	41,897.172	D	
Common Stock	01/21/2004		F		3,814	D	\$95.87	38,083.172	D	
Common Stock	01/21/2004		F		1,946	D	\$95.87	36,137.172	D	
Common Stock	01/22/2004		S		7,400	D	\$94.55	14,497.172	D	
Common Stock	01/22/2004		S		2,600	D	\$96.25	11,897.172	D	
Common Stock	01/22/2004		S		2,972	D	\$94.6	21,897.172	D	
Common Stock								2,854.796	I	By Savings Plan Trustee

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$36.5625	01/21/2004		M			10,000	01/02/2001	01/01/2008	Common Stock	10,000	\$0	24,000	D	
Non-Qualified Stock Option (right to buy)	\$34.5	01/21/2004		M			20,000	02/03/2000	02/02/2007	Common Stock	20,000	\$0	0.0000	D	

Explanation of Responses:

Remarks:

By: /s/ Charles F. Hildebrand as Attorney-in-Fact 01/23/2004

\*\* Signature of Reporting Person Date

\* 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).

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

**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 Number.**