

UNITED TECHNOLOGIES CORP /DE/
Form 10-Q/A
May 20, 2004

**UNITED TECHNOLOGIES CORPORATION
AND SUBSIDIARIES**

FORM 10-Q/A

(Amendment No. 1)

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON D.C. 20549**

**x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended March 31, 2004

OR

**" TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

Commission file number 1-812

UNITED TECHNOLOGIES CORPORATION

DELAWARE

06-0570975

One Financial Plaza, Hartford, Connecticut 06103

(860) 728-7000

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months, and (2) has been subject to such filing requirements for the past 90 days. Yes No .

Indicate by check mark whether the Registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act). Yes No .

At March 31, 2004 there were 513,953,900 shares of Common Stock outstanding.

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EXPLANATORY NOTE

This Amendment to United Technologies Corporation's report on Form 10-Q for the quarter ended March 31, 2004 is being filed solely to correct a typographical error in the date in the second paragraph of the Section 1350 Certification included as Exhibit 32 to that report. This amendment does not update any other information set forth in the original filing of the Corporation's report on Form 10-Q for the quarter ended March 31, 2004.

In accordance with Rule 12b-15 of the Exchange Act, this Amendment No. 1 sets forth the complete text of Item 6 of Part II of the Corporation's Form 10-Q for the quarter ended March 31, 2004, as amended, and also includes new Rule 13a-14(a)/15d-14(a) certifications as Exhibits 31.1, 31.2 and 31.3.

Part II Other Information

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits

- (10) Amendment 6 to the United Technologies Corporation Nonemployee Director Stock Option Plan. *
- (12) Statement re: computation of ratio of earnings to fixed charges. *
- (15) Letter re: unaudited interim financial information. *
- (31.1) Rule 13a-14(a)/15d-14(a) Certification of Chief Executive Officer. **
- (31.2) Rule 13a-14(a)/15d-14(a) Certification of Principal Financial Officer. **
- (31.3) Rule 13a-14(a)/15d-14(a) Certification of Principal Financial Officer. **
- (32) Section 1350 Certification. **

(b) Reports on Form 8-K

On January 20, 2004, the Corporation filed a report on Form 8-K, furnishing under Item 12, a press release dated January 20, 2004 announcing its fourth quarter results. On January 20, 2004, the Corporation filed an amendment (on Form 8-K/A) to its January 20, 2004 report on Form 8-K for the purpose of correcting certain minor typographical errors in the press release attached to such report. (Neither the original press release filed on Form 8-K nor the corrected press release filed on Form 8-K/A is incorporated by reference herein or deemed filed within the meaning of Section 18 of the Securities Act.) On February 3, 2004, the Corporation filed a report on Form 8-K, reporting under Item 5, a press release announcing that two vice presidents were designated to assume the duties of Stephen F. Page as Chief Financial Officer following his retirement

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on April 14, 2004.

* Previously filed as part of United Technologies Corporation's Form 10-Q for the quarter ended March 31, 2004.

** Submitted electronically herewith.

SIGNATURES

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 thereunto duly authorized.

UNITED TECHNOLOGIES CORPORATION

Dated: May 20, 2004

By: */s/* WILLIAM H. TRACHSEL

William H. Trachsel
Senior Vice President and General Counsel