

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2016 This Form is Open to Public Inspection
---	--	---

Part I	Annual Report Identification Information For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</u>
A	This return/report is for: ☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____
B	This return/report is: ☐ the first return/report ☒ the final return/report ☐ an amended return/report ☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ☒
D	Check box if filing under: ☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>UNITED TECHNOLOGIES CORPORATION REPRESENTED EMPLOYEE RETIREMENT PLAN</u>	1b	Three-digit plan number (PN) ► <u>010</u>
		1c	Effective date of plan <u>01/01/1967</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>UNITED TECHNOLOGIES CORPORATION</u> <u>4 FARM SPRINGS ROAD</u> <u>FARMINGTON, CT 06032</u>		2b Employer Identification Number (EIN) <u>06-0570975</u> 2c Plan Sponsor's telephone number <u>860-728-7000</u> 2d Business code (see instructions) <u>336410</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/13/2017</u>	<u>FRED DAUSSAN</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number)			Preparer's telephone number

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 66403
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year..... a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	<div style="background-color: #cccccc; height: 20px; width: 100%;"></div> 6a(1) 10234 6a(2) 0 6b 0 6c 0 6d 0 6e 0 6f 0 6g 6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1B 1C 3H b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>2</u> A (Insurance Information) (4) ☐ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2016 This Form is Open to Public Inspection
---	---	---

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan UNITED TECHNOLOGIES CORPORATION REPRESENTED EMPLOYEE RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 010
C Plan sponsor's name as shown on line 2a of Form 5500 UNITED TECHNOLOGIES CORPORATION	D Employer Identification Number (EIN) 06-0570975

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
---------------	---

1 Coverage Information:

(a) Name of insurance carrier
METROPOLITAN LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
13-5581829	65978	243-RPB/C	0	01/01/2016	12/31/2016

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end **4** 0**5** Current value of plan's interest under this contract in separate accounts at year end..... **5** 0**6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier**6b****c** Premiums due but unpaid at the end of the year**6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount**6d**

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☒ immediate participation guarantee(3) ☐ guaranteed investment (4) ☐ other ▶**b** Balance at the end of the previous year **7b** 272814**c** Additions: (1) Contributions deposited during the year**7c(1)**

(2) Dividends and credits.....

7c(2)

(3) Interest credited during the year.....

7c(3) 776

(4) Transferred from separate account

7c(4) 32157

(5) Other (specify below)

7c(5)

▶

(6) Total additions **7c(6)** 32933**d** Total of balance and additions (add lines **7b** and **7c(6)**). **7d** 305747**e** Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year

7e(1) 17354

(2) Administration charge made by carrier.....

7e(2) 3524

(3) Transferred to separate account

7e(3) 12124

(4) Other (specify below)

7e(4) 188

▶ RISK CHARGE

(5) Total deductions **7e(5)** 33190**f** Balance at the end of the current year (subtract line **7e(5)** from line **7d**)..... **7f** 272557

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
b ☐ Dental
c ☐ Vision
d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
f ☐ Long-term disability
g ☐ Supplemental unemployment
h ☐ Prescription drug
i ☐ Stop loss (large deductible)
j ☐ HMO contract
k ☐ PPO contract
l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received	9a(1)		
(2) Increase (decrease) in amount due but unpaid	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3))		9a(4)	0
b Benefit charges (1) Claims paid	9b(1)		
(2) Increase (decrease) in claim reserves	9b(2)		
(3) Incurred claims (add (1) and (2))		9b(3)	0
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).)		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount. Specify nature of costs.	10b	

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service <hr/> Department of Labor Employee Benefits Security Administration <hr/> Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500. ► Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110
		2016
		This Form is Open to Public Inspection

For calendar plan year 2016 or fiscal plan year beginning **01/01/2016** and ending **12/31/2016**

A Name of plan UNITED TECHNOLOGIES CORPORATION REPRESENTED EMPLOYEE RETIREMENT PLAN	B Three-digit plan number (PN) ► 010
C Plan sponsor's name as shown on line 2a of Form 5500 UNITED TECHNOLOGIES CORPORATION	D Employer Identification Number (EIN) 06-0570975

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
---------------	---

1 Coverage Information:

(a) Name of insurance carrier

PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
06-1050034	93629	004350	0	01/01/2016	12/31/2016

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end **4** 0**5** Current value of plan's interest under this contract in separate accounts at year end..... **5****6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier**6b****c** Premiums due but unpaid at the end of the year**6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount**6d**

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☒ immediate participation guarantee(3) ☐ guaranteed investment (4) ☐ other ▶**b** Balance at the end of the previous year **7b** 26434635**c** Additions: (1) Contributions deposited during the year**7c(1)**

(2) Dividends and credits.....

7c(2)

(3) Interest credited during the year.....

7c(3) 1202432

(4) Transferred from separate account

7c(4)

(5) Other (specify below)

7c(5)

▶

(6) Total additions **7c(6)** 1202432**d** Total of balance and additions (add lines **7b** and **7c(6)**). **7d** 27637067**e** Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year

7e(1) 3691267

(2) Administration charge made by carrier.....

7e(2)

(3) Transferred to separate account

7e(3)

(4) Other (specify below)

7e(4) 239571

▶ ANNUITY GUARANTEE FEE

(5) Total deductions **7e(5)** 3930838**f** Balance at the end of the current year (subtract line **7e(5)** from line **7d**)..... **7f** 23706229

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
b ☐ Dental
c ☐ Vision
d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
f ☐ Long-term disability
g ☐ Supplemental unemployment
h ☐ Prescription drug
i ☐ Stop loss (large deductible)
j ☐ HMO contract
k ☐ PPO contract
l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received	9a(1)		
(2) Increase (decrease) in amount due but unpaid	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3))		9a(4)	0
b Benefit charges (1) Claims paid	9b(1)		
(2) Increase (decrease) in claim reserves	9b(2)		
(3) Incurred claims (add (1) and (2))		9b(3)	0
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).)		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount. Specify nature of costs.	10b	

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2016 This Form is Open to Public Inspection
--	--	---

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>UNITED TECHNOLOGIES CORPORATION REPRESENTED EMPLOYEE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>010</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>UNITED TECHNOLOGIES CORPORATION</u>	D Employer Identification Number (EIN) <u>06-0570975</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2016</u>	
2 Assets:	
a Market value	2a <u>5610460500</u>
b Actuarial value	2b <u>5798689018</u>
3 Funding target/participant count breakdown	
a For retired participants and beneficiaries receiving payment	(1) Number of participants <u>40400</u> (2) Vested Funding Target <u>2855180164</u> (3) Total Funding Target <u>2855180164</u>
b For terminated vested participants	<u>15769</u> <u>956621129</u> <u>956621129</u>
c For active participants	<u>10234</u> <u>1163638158</u> <u>1204467707</u>
d Total	<u>66403</u> <u>4975439451</u> <u>5016269000</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)	☐
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 <u>6.05 %</u>
6 Target normal cost	6 <u>57302365</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE		<u>10/04/2017</u>
	Signature of actuary	Date
<u>JAY MITCHELL, F.S.A.</u>	Type or print name of actuary	<u>17-05718</u>
<u>TOWERS WATSON DELAWARE INC.</u>	Firm name	Most recent enrollment number
<u>335 MADISON AVENUE</u> <u>NEW YORK, NY 10017-4605</u>	Address of the firm	<u>212-309-3479</u>
		Telephone number (including area code)

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 5500 or 5500-SF.

**Schedule SB (Form 5500) 2016
v. 160205**

Part II Beginning of Year Carryover and Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	827421556	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	69584446	0
9	Amount remaining (line 7 minus line 8)	757837110	0
10	Interest on line 9 using prior year's actual return of <u>0.24</u> %	1818809	0
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38a from prior year)		0
b(1)	Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.24</u> %		0
b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	759655919	0

Part III Funding Percentages			
14	Funding target attainment percentage	14	100.45%
15	Adjusted funding target attainment percentage	15	115.59%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	117.00%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
12/30/2016	66000000	0			
08/31/2017	450000000	0			
Totals ▶			18(b)	516000000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	470344005

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V	Assumptions Used to Determine Funding Target and Target Normal Cost					
21	Discount rate:					
a	Segment rates:	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 33%;">1st segment: 4.43%</td> <td style="width: 33%;">2nd segment: 5.91%</td> <td style="width: 33%;">3rd segment: 6.65%</td> </tr> </table>	1st segment: 4.43%	2nd segment: 5.91%	3rd segment: 6.65%	☐ N/A, full yield curve used
1st segment: 4.43%	2nd segment: 5.91%	3rd segment: 6.65%				
b	Applicable month (enter code)	21b	4			
22	Weighted average retirement age	22	63			
23	Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute					
Part VI	Miscellaneous Items					
24	Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No					
25	Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment. ☐ Yes ☒ No					
26	Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No					
27	If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.	27				
Part VII	Reconciliation of Unpaid Minimum Required Contributions For Prior Years					
28	Unpaid minimum required contributions for all prior years	28	0			
29	Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0			
30	Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0			
Part VIII	Minimum Required Contribution For Current Year					
31	Target normal cost and excess assets (see instructions):					
a	Target normal cost (line 6)	31a	57302365			
b	Excess assets, if applicable, but not greater than line 31a	31b	22764099			
32	Amortization installments:	Outstanding Balance	Installment			
a	Net shortfall amortization installment	0	0			
b	Waiver amortization installment	0	0			
33	If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33				
34	Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	34538266			
		Carryover balance	Prefunding balance			
35	Balances elected for use to offset funding requirement	0	0			
36	Additional cash requirement (line 34 minus line 35)	36	34538266			
37	Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	470344005			
38	Present value of excess contributions for current year (see instructions)					
a	Total (excess, if any, of line 37 over line 36)	38a	435805739			
b	Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0			
39	Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0			
40	Unpaid minimum required contributions for all years	40	0			
Part IX	Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)					
41	If an election was made to use PRA 2010 funding relief for this plan:					
a	Schedule elected	☐ 2 plus 7 years ☐ 15 years				
b	Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011				
42	Amount of acceleration adjustment	42	0			
43	Excess installment acceleration amount to be carried over to future plan years	43	0			

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="text-align: center; font-size: 1.2em; font-weight: bold;">2016</div> This Form is Open to Public Inspection.
---	--	---

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan <u>UNITED TECHNOLOGIES CORPORATION REPRESENTED EMPLOYEE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ► <u>010</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>UNITED TECHNOLOGIES CORPORATION</u>	D Employer Identification Number (EIN) <u>06-0570975</u>

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
--------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: <u>UTC MASTER RETIREMENT TRUST</u>		
b Name of sponsor of entity listed in (a): <u>UNITED TECHNOLOGIES CORPORATION</u>		
c EIN-PN <u>13-3064404-001</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>SEPARATE ACCOUNT 00041</u>		
b Name of sponsor of entity listed in (a): <u>METROPOLITAN LIFE INSURANCE COMPANY</u>		
c EIN-PN <u>13-5581829-001</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Internal Revenue Service</small> <small>Department of Labor</small> <small>Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2016 This Form is Open to Public Inspection
---	--	--

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016		
A Name of plan UNITED TECHNOLOGIES CORPORATION REPRESENTED EMPLOYEE RETIREMENT PLAN	B Three-digit plan number (PN) ►	010
C Plan sponsor's name as shown on line 2a of Form 5500 UNITED TECHNOLOGIES CORPORATION	D Employer Identification Number (EIN) 06-0570975	

Part I Asset and Liability Statement			
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)	679322	0
(11) Value of interest in master trust investment accounts	1c(11)	5580808167	0
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	26707447	0
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	5608194936	0

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	5608194936	0
---	-----------	------------	---

Part II Income and Expense Statement

- 2** Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	66000000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		66000000
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		594808615
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		660808615

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	408093802	
(2) To insurance carriers for the provision of benefits	2e(2)	278023007	
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		686116809
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		0
j Total expenses. Add all expense amounts in column (b) and enter total	2j		686116809

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-25308194
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan.....	2l(2)		5582886742

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: **KPMG LLP**

(2) EIN: **13-5565207**

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

		Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		90000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i		X	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k	X		
l Has the plan failed to provide any benefit when due under the plan?	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			
o Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☒ Yes ☐ No Amount: 0

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)
UNITED TECHNOLOGIES CORPORATION EMPLOYEE RETIREMENT PLAN	06-0570975	001
UNITED TECHNOLOGIES CORPORATION LEGACY RETIREMENT PLAN A	06-0570975	039

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☒ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 3991548. (See instructions.)

Part V Trust Information

6a Name of trust	6b Trust's EIN
6c Name of trustee or custodian	6d Trustee's or custodian's telephone number

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>► File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2016</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016		
A Name of plan UNITED TECHNOLOGIES CORPORATION REPRESENTED EMPLOYEE RETIREMENT PLAN		B Three-digit plan number (PN) ► 010
C Plan sponsor's name as shown on line 2a of Form 5500 UNITED TECHNOLOGIES CORPORATION		D Employer Identification Number (EIN) 06-0570975
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions		1 0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 06-1050034		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year		3 2538
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☒ No ☐ N/A		
If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month Day Year		
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☒ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ☒ Increase ☐ Decrease ☐ Both ☐ No		
Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2016 v. 160205		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14	Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:	
a	The current year	14a
b	The plan year immediately preceding the current plan year	14b
c	The second preceding plan year	14c
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:	
a	The corresponding number for the plan year immediately preceding the current plan year	15a
b	The corresponding number for the second preceding plan year	15b
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:	
a	Enter the number of employers who withdrew during the preceding plan year	16a
b	If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐	

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18	If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment	
19	If the total number of participants is 1,000 or more, complete lines (a) through (c)	
a	Enter the percentage of plan assets held as: Stock: <u>25.0</u> % Investment-Grade Debt: <u>22.0</u> % High-Yield Debt: <u>1.0</u> % Real Estate: <u>8.0</u> % Other: <u>44.0</u> %	
b	Provide the average duration of the combined investment-grade and high-yield debt: ☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☒ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more	
c	What duration measure was used to calculate line 19(b)? ☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):	

Part VII IRS Compliance Questions

20a	Is the plan a 401(k) plan? If "No," skip b	☐ Yes	☐ No
20b	How did the plan satisfy the nondiscrimination requirements for employee deferrals under section 401(k)(3) for the plan year? Check all that apply:	☐ Design-based safe harbor	☐ "Prior year" ADP test
		☐ "Current year" ADP test	☐ N/A
21a	What testing method was used to satisfy the coverage requirements under section 410(b) for the plan year? Check all that apply:	☐ Ratio percentage test	☐ Average benefit test ☐ N/A
21b	Did the plan satisfy the coverage and nondiscrimination requirements of sections 410(b) and 401(a)(4) for the plan year by combining this plan with any other plan under the permissive aggregation rules?	☐ Yes	☐ No
22a	If the plan is a master and prototype plan (M&P) or volume submitter plan that received a favorable IRS opinion letter or advisory letter, enter the date of the letter / / and the serial number .		
22b	If the plan is an individually-designed plan that received a favorable determination letter from the IRS, enter the date of the most recent determination letter / / .		



**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Financial Statements and Supplemental Schedule

December 31, 2016 and 2015

(With Independent Auditors' Report Thereon)

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Financial Statements and Supplemental Schedule

December 31, 2016 and 2015

Table of Contents

	Page
Independent Auditors' Report	1
Financial Statements:	
Statements of Net Assets Available for Plan Benefits as of December 31, 2016 and 2015	3
Statements of Changes in Net Assets Available for Plan Benefits for the years ended December 31, 2016 and 2015	4
Statement of Accumulated Plan Benefits as of December 31, 2015	5
Statement of Changes in Accumulated Plan Benefits for the year ended December 31, 2015	6
Notes to Financial Statements	7
Supplemental Schedule	
Schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2016	24
Note: Certain supplemental schedules specified by the Employee Retirement Income Security Act of 1974 (ERISA) are not applicable and have been omitted.	



KPMG LLP
One Financial Plaza
755 Main Street
Hartford, CT 06103

Independent Auditors' Report

The Participants and Administrator
United Technologies Corporation Represented Employee Retirement Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of United Technologies Corporation Represented Employee Retirement Plan (the Plan), which comprise the statements of net assets available for plan benefits as of December 31, 2016 and 2015, and the related statements of changes in net assets available for plan benefits for the years then ended and the statement of accumulated plan benefits as of December 31, 2015, and the related statement of changes in accumulated plan benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in note 6, which was certified by Prudential Retirement Insurance and Annuity Company and Metropolitan Life Insurance Company (the Insurance Companies) and the information summarized in note 7, which was certified by The Bank of New York Mellon, N.A., the trustee, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Insurance Companies and trustee hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained certifications from the Insurance Companies and trustee as of December 31, 2016 and 2015, and for the years then ended, that the information provided to the plan administrator by the Insurance Companies and trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.



Other Matter

The supplemental Schedule H, Line 4i – Schedule of Assets (held at end of year) as of December 31, 2016 is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on this supplemental schedule.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

KPMG LLP

October 13, 2017

UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN

Statements of Net Assets Available for Plan Benefits

December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Assets:		
Investments:		
Plan interest in Master Trust, at fair value, as certified by Trustee (note 7)	\$ 5,389,317,917	5,580,808,167
Investment contracts with Insurance Companies, at contract value, as certified by Insurance Companies (note 6)	23,978,785	26,707,447
Investment in pooled separate accounts, at fair value, as certified by Insurance Companies (note 6)	<u>675,088</u>	<u>679,322</u>
Total Investments	<u>5,413,971,790</u>	<u>5,608,194,936</u>
Net assets available for plan benefits	<u>\$ 5,413,971,790</u>	<u>5,608,194,936</u>

See accompanying notes to financial statements.

UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN

Statements of Changes in Net Assets Available for Plan Benefits

Years ended December 31, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Additions:		
Investment income:		
Investment income – plan interest in net appreciation, investment advisors' and trustee's fees, and investment income of Master Trust, as certified by Trustee (note 7)	\$ 613,690,804	11,857,880
Interest income – investment contracts, as certified by Insurance Companies (note 6)	1,203,208	1,267,883
Net appreciation in pooled separate accounts, as certified by Insurance Companies (note 6)	<u>19,264</u>	<u>5,899</u>
Total investment income	614,913,276	13,131,662
Employer contributions	<u>66,000,000</u>	<u>—</u>
Total additions	<u>680,913,276</u>	<u>13,131,662</u>
Deductions:		
Benefit payments	(408,093,802)	(322,658,391)
Administrative expenses	(20,104,661)	(13,500,731)
Transfer of Plan Assets For Annuity Purchases	<u>(278,023,007)</u>	<u>—</u>
Total deductions	<u>(706,221,470)</u>	<u>(336,159,122)</u>
Net decrease	(25,308,194)	(323,027,460)
Transfer out to UTC Legacy Plan A	(168,914,952)	—
Net assets available for plan benefits:		
Beginning of year	<u>5,608,194,936</u>	<u>5,931,222,396</u>
End of year	<u>\$ 5,413,971,790</u>	<u>5,608,194,936</u>

See accompanying notes to financial statements.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Statement of Accumulated Plan Benefits

December 31, 2015

Actuarial present value of accumulated plan benefits:

Vested benefits:

Participants currently receiving payments

\$ 3,247,818,140

Other participants

2,764,368,513

6,012,186,653

Nonvested benefits

50,040,762

Total actuarial present value of accumulated plan benefits

\$ 6,062,227,415

See accompanying notes to financial statements.

UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN

Statement of Changes in Accumulated Plan Benefits

Year ended December 31, 2015

Actuarial present value of accumulated plan benefits at beginning of year	\$ 6,310,767,203
Increase (decrease) during the year attributable to:	
Benefits accumulated	93,232,334
Actuarial losses	(55,211,376)
Increase for interest due to the decrease in the discount period	243,526,869
Benefits paid	(322,526,481)
Change in actuarial assumptions (note 3)	(242,565,261)
Plan amendments (note 3)	<u>35,004,127</u>
Net decrease	<u>(248,539,788)</u>
Actuarial present value of accumulated plan benefits at end of year	<u><u>\$ 6,062,227,415</u></u>

See accompanying notes to financial statements.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

(1) Description of the Plan

(a) General

The United Technologies Corporation Represented Employee Retirement Plan (the Plan) is a noncontributory defined benefit retirement plan. The Plan covers certain domestic hourly paid employees of United Technologies Corporation and its subsidiaries (UTC) (the Plan Sponsor) covered by a collective bargaining agreement as well as former participants of the Goodrich Corporate Wage Employees' Pension Plan. Employees are generally eligible to participate after completing 1,000 hours of eligible service and the earlier of (i) attaining age 21 and completion of one year of eligible service or (ii) completion of 5 years of eligible service. The Plan is administered by UTC (the Plan Administrator) and is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

The Plan is administered by the Company's Pension Administration Committee (PAC). The Committee has overall responsibility for the operation and administration of the Plan. The Pension Administration Investment Committee determines the appropriateness of the Plan's investment offerings, and monitors investment performance.

During the year ended December 31, 2016, UTC transferred \$278,023 thousand of assets for certain participants' benefits to The Prudential Insurance Company of America (Prudential) as part of an annuity purchase. Prudential will begin paying for those participants' benefits beginning December 31, 2016. The actuarial present value of accumulated plan benefits as of December 31, 2015, does not reflect the impact of the annuity purchase on the Plans liability.

Effective December 31, 2016, UTC transferred \$168,915 thousand of assets from the Plan to a new pension plan called UTC Legacy Plan A ("Plan A"). Certain terminated participants (i.e., participants who are no longer accruing a Plan benefit and are no longer actively employed by the Company or any participating business unit or subsidiary) shall be spun-off into the newly created Plan A. The actuarial present value of accumulated plan benefits at December 31, 2015, does not reflect the impact of the Plan A spin-off on the Plans liability.

The following brief description of the Plan is provided for general information purposes only. More complete information is provided by the Summary Plan Description and Plan Document, which are available from the Plan Administrator.

(b) Vesting and Benefit Provisions

Under the terms of the Plan, participants are fully vested after 5 years of service and are eligible for pension benefits upon retirement. Generally, participants are eligible for retirement at age 65. Employees may elect to receive their pension benefits in the form of a joint and survivor annuity, or other actuarially equivalent annuity. Eligible employees are entitled to monthly pension benefits based upon the participant's years of credited service and fixed benefit rates. The rates vary for each business division.

Eligible participants could receive early retirement benefits, reduced in a manner set forth in the plan document, based upon age and service at termination.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

If, upon termination, the present value of the pension benefit as of the participant's normal retirement age is less than or equal to \$5,000, the vested portion of the benefit will be transferred to an IRA account if the participant does not elect otherwise. The Plan also provides for disability benefits and pre-retirement death benefits for certain groups of employees.

(2) Summary of Accounting and Reporting Policies

The significant accounting and reporting policies followed by the Plan are summarized below:

(a) Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles (U.S. GAAP).

(b) Payment of Benefits

Benefits are recorded when paid.

(c) Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of net assets available for plan benefits at the dates of the financial statements, the changes in net assets available for plan benefits during the reporting periods, and other amounts reported in the financial statements and accompanying notes. The actuarial present value of accumulated plan benefits and contributions to the Plan are estimates which are based upon the actuarial methods and assumptions selected regarding salary rates, employee termination rates, mortality rates and other factors. Actual results could differ from those estimates.

(d) Contributions

Employer contributions are determined on an actuarial basis and are recorded during the Plan year to which they pertain.

(e) Administrative Expenses/Related Party Transactions

Expenses incurred in the administration of the Plan including fees paid to third-party administrators and other expenses, primarily actuarial fees and Pension Benefit Guaranty Corporation (PBGC) premiums, are paid from the Plan's assets.

Certain plan investments are managed by The Bank of New York Mellon, N.A. (the Trustee) and Prudential Retirement Insurance and Annuity Company and Metropolitan Life Insurance Company (the Insurance Companies). These transactions qualify as party-in-interest transactions. For the years ended December 31, 2016 and 2015, fees paid by the Plan or allocated to the Plan in the Master Trust for investment advisory services and trustee services to the Trustee amounted to \$16,857 thousand and \$17,475 thousand respectively. For the years ended December 31, 2016 and 2015, fees paid by the Plan or allocated to the Plan in the Master Trust for investment advisory services, trustee and administrative expenses to the Insurance Companies amounted to \$255 thousand and \$280 thousand, respectively.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

(f) Investments in Insurance Contracts and Pooled Separate Accounts

The Plan's investments in insurance contracts are reported based upon unaudited statements certified by the Insurance Companies (see note 6). Under these contracts a portion of the investments are held in Immediate Participation Guarantee (IPG) Funds and pooled separate accounts held by the Insurance Companies. The IPG Funds are reported at contract value based on the deposited assets plus interest on such assets less costs of administration and payment of benefits. Interest is credited to the IPG Funds in accordance with the estimated allocation procedures of the Insurance Companies. Investments in pooled separate accounts are valued at fair value. The Insurance Companies have discretionary authority concerning investment of such deposits. The investments held in the IPG Funds were established prior to March 20, 1992 and therefore are reported at contract value as permitted by Financial Accounting Standards Board (FASB) Accounting Standards Codification ASC Topic 960, *Plan Accounting – Defined Benefit Pension Plans*.

(g) Master Trust

The Plan's interest in the UTC Master Trust (Master Trust) is based upon the value of units of participation as certified by the Master Trust Trustee (see note 7). Master Trust investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of the Plan's interest in investment income (loss) and realized and unrealized appreciation (depreciation) in the market value of the invested assets of the Master Trust, net of investment advisory and trustee fees, is allocated to the Plan by the Trustee based on the Plan's proportionate interest in the Master Trust.

Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Interest income is recorded as earned. UTC performs ongoing due diligence reviews of the Master Trust's investments and has retained a consultant to provide quarterly reports, including a performance review.

(h) Risks and Uncertainties

The investment managers retained by the Plan Administrator have discretion to invest Master Trust assets in derivative financial instruments to manage risk as well as to enhance yields. These derivatives are primarily in the form of forward foreign exchange contracts, and various equity and interest rate futures. Such derivative instruments are reported at fair value within the Master Trust, and the changes in fair value are reported currently in the net appreciation (depreciation) of the Master Trust and not deferred. The future foreign exchange contracts represent an obligation to receive or disburse the change in the market value of the index. A portion of the Master Trust's assets are invested in international securities. As a result, the Master Trust assets are exposed to risk from fluctuations in foreign exchange rates.

By nature, all financial instruments involve risk, generally market risk, arising from changes in stock and bond prices, interest rates or currency exchange rates, credit risk, and the risk that an issuer or counter party will default on an agreed-upon transaction.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change.

Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

(i) Fair Value Measurement

U.S. GAAP provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described as follows:

- **Level 1** – The types of instruments classified as Level 1 are valued based on quoted market prices in active markets.
- **Level 2** – The types of instruments classified as Level 2 are valued based on inputs other than quoted prices that are observable for the asset, such as quoted prices for similar instruments in active markets or similar instruments in markets that are not active and model-based valuations for which all significant assumptions are observable or can be corroborated by observable market data.
- **Level 3** – Investments classified as Level 3 have inputs based on unobservable price data. They typically trade infrequently and therefore have little or no price transparency. Fair value pricing is developed based on the best information available which can include the reporting entity's own data.

An asset's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used maximize the use of observable inputs and minimize the use of unobservable inputs.

The preceding methods may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan Administrator believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Transfers between levels, if any, are recorded as of the date the transfer occurred.

(3) Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump sum distributions that are attributable under the Plan's provisions to the service employees have rendered as of the actuarial valuation date. Accumulated plan benefits expected to be paid to (a) retired or terminated employees or

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries.

The actuarial present value of accumulated plan benefits is determined by the Plan's actuary and is that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The significant actuarial assumptions used in the valuation to determine benefit obligations as of December 31, 2015 were:

	2015
a. Discount rate	4.25%
b. Mortality table	RP-2014
c. Retirement age	Decrement averaging at age 62; for certain employees earlier of age 63 and 25 years of service and age 65, and for other employees earlier of age 63 and 16 years of service and age 65

The present value of accumulated plan benefits as for December 31, 2015 increased by \$35,004 thousand due to plan amendment benefit changes at various employee groups resulting from collective bargaining agreements.

The present value of accumulated plan benefits as of December 31, 2015 decreased by \$242,565 thousand due to changes in actuarial assumptions mainly as a result of the increase in the discount rate assumption from 3.90% at December 31, 2014 to 4.25% at December 31, 2015.

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

(4) Funding Policy

UTC's funding policy is to make periodic contributions to the Plan in amounts that will meet or exceed the annual ERISA minimum funding requirement. Contributions for the years ended December 31, 2016 and 2015 have met the minimum funding requirements of ERISA.

(5) Plan Termination

Although UTC has not expressed any intent to terminate the Plan, it may do so at any time. In the event the Plan terminates, the net assets generally will not be available on a pro rata basis to provide for participant's benefits. The maximum amount of PBGC guaranteed benefits for terminations in 2016 at age 65 is \$5,011 per month. Whether all plan participants receive their full plan benefits, should the Plan terminate at some future time, would depend on the priority of these benefits and the sufficiency, at that time, of the Plan's net assets to provide those benefits and may also depend on the financial condition of the Plan Sponsor and

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

the level of benefits guaranteed by the PBGC. Some benefits may be fully or partially provided for by the existing plan assets and the PBGC guarantee while other benefits may not be provided for at all.

Upon termination, UTC shall give notice to the PBGC and shall comply with its procedures and lawful orders. As soon as it may do so, UTC thereupon shall cause all amounts in the hands of the Trustee and Insurance Companies to be allocated and distributed in the manner and order set forth in Section 4044 of ERISA to the extent of the sufficiency of the Plan's assets.

Additional information concerning the priority order of participants' claims to the assets of the Plan upon termination can be obtained from the Summary Plan Description, which is available from the Plan Administrator.

(6) Immediate Participation Guarantee (IPG) Funds and Pooled Separate Accounts (Unaudited)

A portion of the Plan's assets are held in IPG Funds and pooled separate accounts (separate accounts) with the Insurance Companies. Amounts invested in IPG Funds are primarily invested in the Insurance Companies' General Account under a contract established on January 1, 1978 and earn the same rate of return that the Insurance Companies' general fund achieves. The remaining assets are invested in IPG Funds and pooled separate accounts held by the Insurance Companies under various contracts. These contracts continue in perpetuity. Under the terms of the IPG Funds' contracts, the Insurance Companies maintain separate accounting of investment income and expenses. There are no reserves against contract value for credit risk of the contract issuer or otherwise. The Plan Administrator does not believe that any events would limit the Plan's ability to transact at contract value.

The following is a summarization of the unaudited amounts held under the contracts certified by the Insurance Companies in accordance with Section 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA:

		December 31	
		2016	2015
Immediate participation guarantee funds (contract value)	\$	23,978,785	26,707,447
Separate accounts held by Metropolitan Life Insurance Company (fair value)		675,088	679,322
Total investment contracts with insurance companies	\$	<u>24,653,873</u>	<u>27,386,769</u>
		Year ended December 31	
		2016	2015
Interest income	\$	1,203,208	1,267,883
Net appreciation in separate accounts		19,264	5,899
	\$	<u>1,222,472</u>	<u>1,273,782</u>

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

The following tables set forth by level, within the fair value hierarchy, the plan's assets in separate accounts held at fair value as of December 31, 2016 and 2015. The following tables do not include the Plan's interest in the Master Trust because that information is presented in a separate table (see note 7).

Fair value measurements as of December 31, 2016				
	Level 1	Level 2	Level 3	Fair value
Separate accounts (fixed income) \$	—	675,088	—	675,088
Total at fair value \$	—	675,088	—	675,088

Fair value measurements as of December 31, 2015				
	Level 1	Level 2	Level 3	Fair value
Separate accounts (fixed income) \$	—	679,322	—	679,322
Total at fair value \$	—	679,322	—	679,322

Separate Accounts are valued at fair value based on underlying fixed income securities that are generally valued using current yields of similar instruments with comparable durations considering the credit-worthiness of the issuer. There have been no changes in the methodologies used at December 31, 2016 and 2015, and there were no transfers between levels for the year ended December 31, 2015.

(7) Investment in Master Trust (Unaudited)

UTC has entered into a Master Trust agreement with The Bank of New York Mellon, N.A. as Trustee. Under this agreement, certain pension plans of UTC and its subsidiaries combine certain of their investments in the Master Trust.

Participating plans receive units of participation in this pool of investments based on their contributions to the Master Trust. The plans redeem units of participation to meet plan requirements to pay pension benefits and administrative expenses.

UTC stock held in the Master Trust had a fair value of \$302,057 thousand and \$944,912 thousand at December 31, 2016 and 2015, respectively. UTC stock held in the Master Trust represents approximately 1.4% and 4.0% of the Master Trust's Net Assets at December 31, 2016 and 2015, respectively.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

The following is a summarization of the unaudited financial information and data for the Master Trust and the portion applicable to the Plan, certified by the Trustee in accordance with Section 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA:

Master Trust Statements of Net Assets

	December 31	
	2016	2015
	(In thousands)	
Assets:		
Investments:		
Cash and equivalents	\$ 2,667,717	1,504,928
Equity securities, including \$302,057 at 2016 and \$944,912 at 2015 of UTC stock	4,555,329	5,840,442
Common collective trusts	1,596,873	1,742,889
Debt securities:		
Corporate debt	7,023,278	6,970,765
U.S. government and related agency obligations	480,191	545,340
Derivatives	(8,348)	32,580
Real estate	1,453,283	1,630,936
Limited partnerships	4,808,918	4,387,227
Other	661,059	762,974
Subtotal	23,238,300	23,418,081
Interest and dividends receivable	92,320	96,996
Other receivables	319,712	603,802
Total assets	23,650,332	24,118,879
Liabilities:		
Other payables	332,287	545,477
Total liabilities	332,287	545,477
Net assets	\$ 23,318,045	23,573,402
Net assets of the Master Trust allocable to the Plan	\$ 5,389,318	5,580,808
Percentage of Plan's interest in the Master Trust	23 %	24 %

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

	(In thousands)	
Additions:		
Interest income	\$ 327,671	320,079
Dividend income	131,232	138,943
Net appreciation (depreciation) in value of invested assets	2,112,174	(423,550)
Other income	93,893	88,767
Total net additions	2,664,970	124,239
Deductions:		
Investment advisors' and trustee's fees	(80,956)	(76,837)
Total deductions	(80,956)	(76,837)
Net increase prior to contributions, distributions, and other nonallocable activity	2,584,014	47,402
Contributions, distributions, and other nonallocable activity, net	(2,839,371)	(1,199,343)
Net decrease in net assets	(255,357)	(1,151,941)
Net assets:		
Beginning of year	23,573,402	24,725,343
End of year	\$ 23,318,045	23,573,402
Net decrease allocable to the Plan	\$ 613,691	11,858
Percentage of Plan's interest in net increase prior to contributions, distributions, and other nonallocable activity	24 %	25 %

The Master Trust had contributions of \$218,350,000 and \$340,890,000, offset by distributions of \$3,057,721,000 and \$1,540,233,000 for the years ended December 31, 2016, and 2015, respectively.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

During the years ended December 31, 2016 and 2015, the Master Trust's investments (including investments bought and sold, as well as investments held during the year) appreciated (depreciated) as follows:

	Net appreciation (depreciation) in fair value	
	2016	2015
	(In thousands)	
Equity securities	\$ 363,370	(155,399)
Common collective trust	141,419	(62,875)
Debt securities	328,981	(481,523)
Limited partnerships	302,629	11,263
Derivatives	878,169	85,423
Real estate	97,517	146,353
Other	89	33,208
	<u>\$ 2,112,174</u>	<u>(423,550)</u>

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2016 and 2015.

Quoted market prices are used to value equity and certain actively traded debt investments, when available. Investments in securities traded on national and foreign securities exchanges are valued using the pricing services' reported sale prices on the last business day of the year or, if no sales were reported on that date, at the last reported bid prices.

Forward currency contracts, futures and options are valued at the exchange rates and market prices prevailing on the last business day of the year. Both exchange rates and market prices are readily available from published sources. Temporary cash investments are stated at fair value.

The Plan's interest in certain common collective trusts and limited partnerships are reported at the net asset value (NAV) reported by the fund managers. NAV is used to estimate the fair value of the Plan's interest therein, unless it is probable that all or a portion of the investment will be sold for an amount different from NAV. As of December 31, 2016, the Plan had no specific plans or intentions to sell investments at amounts different than NAV.

For securities that have no quoted market price, including those valued using NAV, many factors are considered in arriving at that fair market value, which include the following:

Common collective trusts invest in other public or private individual assets as determined and managed by the fund. The Plan's interest in the common/collective trust funds are based on the fair values of the underlying investments. Investments in collective trust funds are valued at their respective NAV per share/unit on the valuation date. There are no unfunded commitments and investments can be redeemed monthly with 30-120 days notice.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

Limited partnerships, valued using NAV per share practical expedient, principally private equity investments, are valued quarterly by the general partner using various valuation methods such as discounted cash flows, earnings multiples and market multiples. Valuation adjustments occur which reflect changes in operating results, financial condition, or prospects of the applicable portfolio company. Since valuation estimates are typically lagged a quarter, a fourth quarter roll-forward valuation process is used for fund level partnerships. This process takes into account latest reported valuation, monthly capital calls, management fees, return of capital, income distributions, and realized gains/losses.

For fixed-income securities, the market approach pricing methodology is primarily used where observable prices are obtained by market transactions involving identical or comparable securities of issuers with similar credit ratings. Mortgages have been valued on the basis of their future principal and interest payments discounted at prevailing interest rates for similar investments.

Real estate investments are valued on a quarterly basis; principally, rental property subject to long-term leases has been estimated on the basis of future rental receipts and estimated residual values discounted at interest rates commensurate with the risks involved. These valuation estimates are supplemented by third-party appraisals on an annual basis.

Fair value information for investments, net that are measured at fair value on a recurring basis is as follows at December 31, 2016 and 2015 (in thousands):

Fair value measurements as of December 31, 2016				
	Level 1	Level 2	Level 3	Total
Cash and equivalents	\$ 505,357	2,162,360	—	2,667,717
Equity:				
Aerospace/Defense	339,503	—	—	339,503
Automotive	72,203	—	—	72,203
Banks	385,063	—	—	385,063
Food and beverage	213,301	—	—	213,301
Chemicals	103,737	—	—	103,737
Computers	129,653	—	—	129,653
Financial services	138,287	—	—	138,287
Electrical components	202,056	—	—	202,056
Oil and gas	244,454	—	—	244,454
Healthcare	149,447	—	—	149,447
Insurance	216,547	—	—	216,547
Telecommunications	94,987	—	—	94,987
Pharmaceuticals	265,937	—	—	265,937
Retail	223,382	—	—	223,382
Software	164,693	—	—	164,693
Other	1,589,901	22,178	—	1,612,079
Total equity	4,533,151	22,178	—	4,555,329

UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2016 and 2015

Fair value measurements as of December 31, 2016				
	Level 1	Level 2	Level 3	Total
Common collective trusts:				
Other	\$ 206,504	—	—	206,504
Common collective trusts	206,504	—	—	206,504
Debt securities:				
Banking and finance	—	1,068,552	—	1,068,552
Food, Beverage, and Tobacco	—	261,567	—	261,567
Healthcare	—	776,401	—	776,401
Insurance	—	284,578	—	284,578
Retail	—	377,045	—	377,045
Oil and Gas	—	297,281	—	297,281
Technology	—	527,085	—	527,085
Utilities	—	1,212,768	—	1,212,768
Other	—	2,218,000	—	2,218,000
U.S. government and related agency obligations	473,715	6,476	—	480,191
Total debt	473,715	7,029,753	—	7,503,468
Derivatives	(8,348)	—	—	(8,348)
Real estate	—	—	1,258,838	1,258,838
Limited partnerships	112	—	148,391	148,503
Other	16,817	—	—	16,817
Total assets at fair value	\$ 5,727,308	9,214,291	1,407,229	16,348,828
Common Collective Trusts				1,390,369
Limited partnerships (a)				4,660,415
Real estate (a)				194,445
Other				644,243
Total assets				\$ 23,238,300

- (a) Limited partnerships include investment in domestic private equity funds with monthly redemption frequency and 30 days' notice. Certain other limited partnerships include investment in private equity both domestically and internationally. These investments can never be redeemed during the life of the funds. Approximately 48% of the funds have a life up to 5 years and approximately 52% of the funds have a life that ranges from 5 years to 10 years. Unfunded commitments total approximately \$454 million. Real estate includes real estate funds with quarterly redemption frequency and 60 days' notice. In accordance with Subtopic 820-10, certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amount presented in the statement of financial position.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

Fair value measurements as of December 31, 2015				
	Level 1	Level 2	Level 3	Total
Cash and equivalents	\$ 315,036	1,189,892	—	1,504,928
Equity:				
Aerospace/defense	999,875	—	—	999,875
Automotive	122,974	—	—	122,974
Banks	407,539	—	—	407,539
Food and beverage	253,331	—	—	253,331
Chemicals	108,060	—	—	108,060
Computers	142,724	—	—	142,724
Financial services	189,980	—	—	189,980
Electrical components	235,991	—	—	235,991
Oil and gas	210,601	—	—	210,601
Healthcare	168,660	—	—	168,660
Insurance	279,451	—	—	279,451
Telecommunications	104,466	—	—	104,466
Pharmaceuticals	358,244	—	—	358,244
Retail	245,089	—	—	245,089
Software	205,085	—	—	205,085
Other	1,778,528	29,844	—	1,808,372
Total equity	5,810,598	29,844	—	5,840,442
Common collective trusts:				
Equities	1,428,155	—	—	1,428,155
Other	314,734	—	—	314,734
Common collective trusts	1,742,889	—	—	1,742,889
Debt securities:				
Banking and finance	—	928,974	—	928,974
Food, beverage, and tobacco	—	199,953	—	199,953
Healthcare	—	290,752	—	290,752
Insurance	—	807,147	—	807,147
Retail	—	381,416	—	381,416
Oil and gas	—	356,968	—	356,968
Technology	—	415,699	—	415,699
Utilities	—	1,183,405	—	1,183,405
Other	—	2,406,451	—	2,406,451
U.S. government and relate agency obligations	545,340	—	—	545,340
Total debt	545,340	6,970,765	—	7,516,105

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

Fair value measurements as of December 31, 2015				
	Level 1	Level 2	Level 3	Total
Derivatives	\$ 29,043	3,537	—	32,580
Real estate	—	—	1,346,715	1,346,715
Other	5,941	757,033	—	762,974
Total asset at fair value	<u>\$ 8,448,847</u>	<u>8,951,071</u>	<u>1,346,715</u>	<u>18,746,633</u>
Limited partnerships (a)				4,387,227
Real estate (a)				<u>284,221</u>
Total assets				<u>\$ 23,418,081</u>

- (a) Limited partnerships include investment in domestic private equity funds with monthly redemption frequency and 30 days' notice. Certain other limited partnerships include investment in private equity both domestically and internationally. These investments can never be redeemed during the life of the funds. Approximately 46% of the funds have a life up to 5 years and approximately 54% of the funds have a life that ranges from 5 years to 10 years. Unfunded commitments total approximately \$496 million. Real estate includes real estate funds with quarterly redemption frequency and 60 days' notice. In accordance with Subtopic 820-10, certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amount presented in the statement of financial position.

In preparing its fair value disclosures, the Plan has considered the nature of the underlying investments in classifying its investments by type and valuation level. The classification of investments in the Master Trust statement of net assets reflects a classification based on the structure of the investment. As an example, real estate held within a limited partnership structure may be classified differently. The Plan believes the presentation of investments by valuation levels is representative of the required disclosures.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

(a) Level 3 Gains and Losses

The following tables set forth a summary of changes in the fair value of the Master Trust's Level 3 assets for the years ended December 31, 2016 and 2015 (in thousands):

Level 3 Assets 2016			
	Limited partnerships	Real estate	Total
Balance at December 31, 2015	\$ —	1,346,715	1,346,715
Realized losses	2	64,067	64,069
Unrealized gains relating to instruments still held at the reporting date	20,905	33,450	54,355
Purchases	157,279	54,504	211,783
Sales	(2)	(239,898)	(239,900)
Transfer between classifications	(29,793)	—	(29,793)
Balance at December 31, 2016	\$ 148,391	1,258,838	1,407,229

Level 3 Assets 2015			
	Limited partnerships	Real estate	Total
Balance at December 31, 2014	\$ —	1,119,690	1,119,690
Realized losses	—	(936)	(936)
Unrealized gains relating to instruments still held at the reporting date	—	147,288	147,288
Purchases	—	174,080	174,080
Sales	—	(93,407)	(93,407)
Transfer between classifications	—	—	—
Balance at December 31, 2015	\$ —	1,346,715	1,346,715

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

(b) Quantitative Information about Significant Unobservable Inputs Used in Level 3 Fair Value Measurements

The following table represents the Plan's Level 3 financial instruments, the valuation techniques used to measure the fair value of those financial instruments as of December 31, 2016, and the significant unobservable inputs and the ranges of values for those inputs (in thousands):

<u>Level 3 investment</u>	<u>Fair value</u>	<u>Principal valuation technique</u>	<u>Significant unobservable inputs</u>	<u>Range of significant input values</u>
Real estate	\$ 1,258,838	Discounted Cash Flow Analysis	Revenue Growth Rate Discount Rate Exit Cap Rate	0%–11% 6.5%–9.5% 5.75%–9%
Limited partnerships	\$ 148,391	Market Value Comparable Company Analysis Discounted Cash Flow Analysis Expected Returns Benchmark Pricing Comparable Yields Recent Financing	EBITDA Multiples WACC Illiquidity Discount Control Premium Lack of Control Discount Tangible book value Revenue Multiple Terminal Capitalization Rate Yield	2.8X–20X 6%–25% 0%–37% 0%–30% 5%–17% 0X–0.8X 1X–5X 0%–7.5% 0%–22.5%

In estimating fair value of the investments in Level 3, the Plan Administrator may use third-party pricing sources. In substantiating the reasonableness of the pricing data provided by third parties, the Plan Administrator evaluates a variety of factors including review of methods and assumptions used by external sources, recently executed transactions, existing contracts, economic conditions, industry and market developments, and overall credit ratings.

(c) Derivative Financial Instruments

Derivatives in the plan are primarily used to manage risk and gain asset class exposure while still maintaining liquidity. Derivative instruments mainly consist of equity futures, interest rate futures, interest rate swaps and currency forward contracts.

At December 31, 2016 and 2015, the Master Trust had open foreign currency contracts to purchase approximately \$13 million and \$508 million, respectively, and sell approximately \$13 million and \$508 million, respectively, of various foreign currencies.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2016 and 2015

(8) Tax Status of the Plan

The Internal Revenue Service has determined and informed the Plan Administrator by a letter dated January 11, 2017 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan has been amended since receiving the determination letter. The Plan Administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

U.S. GAAP requires plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2016 there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements.

The Plan is subject to routine audits by taxing authorities; however, there are currently no audits in progress for any tax periods.

(9) Related Party and Party in Interest Transactions

As described in note 7, certain plan investments are shares of UTC stock. As described in note 2, the Plan paid certain expenses related to plan operations and investment activity to various service providers. These transactions are party in interest transactions under ERISA.

(10) Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for plan benefits per the financial statements to the Form 5500 as of December 31, 2016:

	<u>2016</u>
Net assets available for plan benefits per financial statements	\$ 5,413,971,790
Transfer out of net assets to surviving plan	<u>(5,413,971,790)</u>
Net assets available for plan benefits per Form 5500	<u>\$ —</u>

(11) Subsequent Events

Effective on January 1, 2017, the Represented Employee Retirement Plan was merged into the UTC Employee Retirement Plan. As a result, assets totaling \$5,414 million were transferred into the Employee Retirement Plan effective January 1, 2017.

The Plan Administrator evaluated subsequent events through October 13, 2017, the date of issuance of its financial statements and determined that there are no additional items to be disclosed.

**UNITED TECHNOLOGIES CORPORATION
REPRESENTED EMPLOYEE RETIREMENT PLAN**

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)

December 31, 2016

(a)	(b) Identity of issuer, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost of asset	(e) Current value
*	Prudential Retirement Insurance and Annuity Company	Immediate Participation Guarantee Fund	\$ 23,706,229	23,706,229
*	Metropolitan Life Insurance Company	Immediate Participation Guarantee Fund	272,556	272,556
*	Metropolitan Life Insurance Company	Separate Accounts-Blackrock Managed Broad Market Bond Fund	675,088	675,088
	Total		\$ 24,653,873	24,653,873

* Denotes a party-in-interest to the Plan

The information in this schedule has been certified as to its completeness and accuracy by Prudential Retirement Insurance and Annuity Company and Metropolitan Life Insurance Company in accordance with Section 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

See accompanying independent auditors' report.

United Technologies Corporation
Represented Employee Retirement Plan
EIN: 06-0570975 PN: 010
Schedule SB, Line 26 - Schedule of Active Participant Data

Groups with Pay-Related Benefits
 UTC Aerospace and Goodrich West Virginia

		Total Years of Credited Service									
Attained Age		<1	1 to 4	5 to 9	10 to 14	15 to 19	20 to 24	25 to 29	30 to 34	35 to 39	40 & up
<25	Count	35	13	0	0	0	0	0	0	0	0
	Average Earnings	47,101	0	0	0	0	0	0	0	0	0
25 to 29	Count	45	37	25	5	0	0	0	0	0	0
	Average Earnings	51,741	75,968	86,599	0	0	0	0	0	0	0
30 to 34	Count	34	43	47	38	0	0	0	0	0	0
	Average Earnings	53,253	87,897	89,687	100,820	0	0	0	0	0	0
35 to 39	Count	20	20	47	52	11	6	0	0	0	0
	Average Earnings	55,541	90,866	92,929	96,723	0	0	0	0	0	0
40 to 44	Count	12	32	31	32	49	6	0	0	0	0
	Average Earnings	0	91,986	96,226	91,265	98,611	0	0	0	0	0
45 to 49	Count	10	19	38	40	64	25	56	13	0	0
	Average Earnings	0	0	99,771	96,929	93,431	95,379	111,714	0	0	0
50 to 54	Count	8	14	46	67	79	64	198	121	32	0
	Average Earnings	0	0	94,518	94,295	96,889	96,923	103,231	105,766	110,577	0
55 to 59	Count	7	12	54	50	92	55	174	225	539	43
	Average Earnings	0	0	98,449	97,339	93,064	92,359	106,455	105,298	107,666	111,569
60 to 64	Count	2	8	20	36	42	33	92	151	376	350
	Average Earnings	0	0	102,446	96,187	95,398	100,210	100,316	111,175	105,649	105,600
65 to 69	Count	0	0	3	9	12	9	26	27	65	137
	Average Earnings	0	0	0	0	0	0	101,650	110,428	103,894	112,891
70 & up	Count	0	0	0	0	1	0	4	8	20	37
	Average Earnings	0	0	0	0	0	0	0	0	100,467	105,483

* Excludes 927 suspended participants (participants not accruing additional service as of January 1, 2016).

United Technologies Corporation
Represented Employee Retirement Plan
EIN: 06-0570975 PN: 010
Schedule SB, Line 26 - Schedule of Active Participant Data

Groups with Non-Pay Related Benefits
 Excludes UTC Aerospace and Goodrich West Virginia

Total Years of Credited Service

Attained Age		<1	1 to 4	5 to 9	10 to 14	15 to 19	20 to 24	25 to 29	30 to 34	35 to 39	40 & up
<25	Count	88	90	0	0	0	0	0	0	0	0
25 to 29	Count	73	186	17	0	0	0	0	0	0	0
30 to 34	Count	41	155	39	100	3	0	0	0	0	0
35 to 39	Count	22	124	49	146	103	6	0	0	0	0
40 to 44	Count	7	90	52	122	145	91	0	0	0	0
45 to 49	Count	13	84	34	140	152	85	21	1	0	0
50 to 54	Count	9	92	52	142	171	118	66	26	1	0
55 to 59	Count	6	61	30	184	160	83	73	109	149	4
60 to 64	Count	2	30	41	110	111	47	60	77	130	70
65 to 69	Count	0	6	5	35	40	11	21	17	24	45
70 & up	Count	0	1	3	7	15	3	3	5	11	45

* Excludes 264 suspended participants (participants not accruing additional service as of January 1, 2016).

United Technologies Corporation
Represented Employee Retirement Plan
EIN: 06-0570975 PN: 010
Schedule SB, Line 26 - Schedule of Active Participant Data

Total

		Total Years of Credited Service									
Attained Age		<1	1 to 4	5 to 9	10 to 14	15 to 19	20 to 24	25 to 29	30 to 34	35 to 39	40 & up
<25	Count	123	103	0	0	0	0	0	0	0	0
25 to 29	Count	118	223	42	5	0	0	0	0	0	0
30 to 34	Count	75	198	86	138	3	0	0	0	0	0
35 to 39	Count	42	144	96	198	114	12	0	0	0	0
40 to 44	Count	19	122	83	154	194	97	0	0	0	0
45 to 49	Count	23	103	72	180	216	110	77	14	0	0
50 to 54	Count	17	106	98	209	250	182	264	147	33	0
55 to 59	Count	13	73	84	234	252	138	247	334	688	47
60 to 64	Count	4	38	61	146	153	80	152	228	506	420
65 to 69	Count	0	6	8	44	52	20	47	44	89	182
70 & up	Count	0	1	3	7	16	3	7	13	31	82

Average Age: 51.7

Average Service: 21.0

* Excludes 1,191 suspended participants (participants not accruing additional service as of January 1, 2016).

Groups with Cash Balance Benefit

West Virginia

[illegible]

Statement of actuarial assumptions and methods

Economic Assumptions	
	Rep
Interest rate basis:	
▶ Applicable month	September 2015
▶ Yield curve basis	Segment rates
Interest rates:	
	Reflecting
	Corridor
First segment rate	4.43%
Second segment rate	5.91%
Third segment rate	6.65%
Effective interest rate	6.05%
Annual rates of increase	
▶ Compensation	4.50%
▶ Future Social Security wage bases	N/A
▶ Statutory limits on compensation	N/A
Crediting rate on cash balance accounts	5.00%*
* For Sikorsky cash balance supplement.	

Demographic Assumptions

Inclusion date	The valuation date coincident with or next following the date on which the employee becomes a participant.
New or rehired employees	It was assumed there will be no new or rehired employees.
Mortality-Healthy and Disabled	
► Funding	Separate rates for non-annuitants (based on RP-2000 “Employees” table without collar or amount adjustments, projected to 2031 using Scale AA) and annuitants (based on RP-2000 “Healthy Annuitants” table without collar or amount adjustments, projected to 2023 using Scale AA).
Termination	Rates varying by age and service See Exhibit A
Disability	Rates varying by age See Exhibit B and D
Retirement	Rates varying by age See Exhibit C
Unpredictable Contingent Event Benefit (UCEB) assumptions	For Rep, 10% of termination rates are assumed to be layoffs eligible for an additional year of service under certain plan formulas. These assumptions have been selected by the plan sponsor, and evaluation of the assumption(s) was outside the scope of Willis Towers Watson’s assignment and would have required substantial additional work.
Benefit commencement dates	Preretirement death benefit: The later of death of the active participant or the date the participant would have attained age 55. Deferred vested benefit: Participants eligible for an unreduced benefit at age 62 are assumed to commence at age 62. All other participants are assumed to commence at age 65. Disability benefit: Upon disablement Retirement benefit: Upon termination of employment

Form of payment (Active retirements)	For Rep cash balance participants: immediate lump sum. For all other Rep groups: 50% elect life annuity, 25% elect 50% CA, and 25% elect 100% CA.
Percent married	100% at age 55 for Rep sub-plans with the 100% CA annuity that allows non-spouse beneficiaries; 81% for all others in Rep (with the exception of Goodrich). 100% for Rep Goodrich participants with the salaried formula; 60% for all other Rep Goodrich participants.
Spouse age	Females three years younger than males.
Covered pay	For current year hires, the maximum of pay rate and the prior year's pensionable earnings, annualized and increased by 4.50%. For participants on leave of absence, pay rate. For all other participants, prior year's pensionable earnings increased by 4.50%.
Administrative expenses	For Rep: 0.35% of the fair value of assets.
Loads	For Rep vested terminations, the PPA liability is increased by 0.5% to estimate the impact of the optional forms.
At-risk assumptions	N/A
Timing of benefit payments	Annuity payments are payable monthly at the beginning of the month.

Methods

Valuation date	First day of plan year
Funding target	Present value of accrued benefits as required by regulations under IRC §430
Target normal cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year as required by regulations under IRC §430
Actuarial value of assets	<p>Average of the fair market value of assets on the valuation date and the dates 12 and 24 months before the valuation date, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2015 plan year.)</p> <p>The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.</p>
Benefits not valued	<p>All benefits described in the Plan Provisions attachment were valued. Willis Towers Watson has reviewed the plan provisions with United Technologies Corporation and, based on that review, is not aware of any significant benefits required to be valued that were not.</p> <p>The plan pays small benefits (with a present value up to \$5,000) in a single lump sum payment. Such lump sums are not explicitly valued as such; rather such participants benefits are valued using the benefit choice assumptions described above.</p>

Exhibit A

Termination Assumptions

Annual Rates per 1,000 Participants

Age	Plan: Rep	
	Years of Service	
	<u>0-5</u>	<u>5 and up</u>
25	120.4	80.5
30	107.6	80.5
35	98.2	70.5
40	82.3	57.5
45	78.7	46.3
50	66.2	37.0
55	66.2	32.3
60	0.0	0.0
65	0.0	0.0
70	0.0	0.0
75	0.0	0.0
80	0.0	0.0

Note: 10% of above termination rates are assumed to be layoffs eligible for an additional year of service (UCEBs) under certain plan formulas.

Exhibit B

Disability Assumptions

Annual Rates per 1,000 Participants

Plan: Rep (excluding Goodrich participants)

Age	Male	Female
25	0.3	0.5
30	0.4	0.6
35	0.5	0.8
40	0.7	1.0
45	1.0	1.5
50	1.8	2.6
55	3.6	4.9
60	9.0	12.1
65	0.0	0.0

Exhibit C

Retirement Assumptions

Age	Rep *
55	0.02
56	0.02
57	0.02
58	0.03
59	0.04
60	0.06
61	0.07
62	0.20
63	0.20
64	0.20
65	0.60
66	0.60
67	0.60
68	0.60
69	0.60
70	1.00

* Carrier Indianapolis (BDP East) assumes 75% retirement at age 55 with 30 years of service. Goodrich Aerostructures assumes 75% retirement upon attainment of 30 years of service.

Exhibit D - Legacy Goodrich Participants

Disability

For non-Aerostructures, rates varying by age and sex

Sample rate per 1,000 participants

Number becoming disabled during the year				
<u>Sex</u>	<u>Age 30</u>	<u>Age 40</u>	<u>Age 50</u>	<u>Age 60</u>
Male	1.200	1.470	3.565	13.800
Female	1.800	2.205	5.350	20.700

For Aerostructures, rates varying by age and sex

Sample rates per 1,000 participants

Number becoming disabled during the year				
<u>Sex</u>	<u>Age 30</u>	<u>Age 40</u>	<u>Age 50</u>	<u>Age 60</u>
Male	0.400	1.100	4.600	16.100
Female	0.600	1.800	5.600	12.700

Assumptions Rationale - Significant Economic Assumptions

Funding discount rate	The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.
Crediting rate on cash balance accounts	<p>The cash balance interest crediting rate under the UTC plans is generally based on the applicable months' 30-year US Treasury yield in the prior year, subject to plan-specific minimum rates -- 3.80% (UTC Sikorsky Rep) and 5.00% (Legacy Goodrich cash balance benefit). UTC has reviewed the historic spread between the long-term high quality (AA) corporate bond yields and U.S. 30 year Treasury yields and has set and maintained the spread between the discount rate and interest crediting rate at 100 basis points.</p> <p>After examining historical variability in this rate, and considering the increase in interest crediting expected to be caused by the minimum interest credit, we believe that the selected assumption does not significantly conflict with what would be reasonable based on market conditions at the measurement date.</p>
Annuity / Lump Sum conversion rate	The assumed annuity conversion rate is equivalent to the discount rate. We believe that the selected assumption does not significantly conflict with what would be reasonable.
Rates of increase in compensation, future Social Security Wage bases, and statutory limits on compensation	Assumed increases were chosen by the plan sponsor and, as required by U.S. GAAP they represent an estimate of future experience. We believe that the selected assumption does not significantly conflict with what would be reasonable.
Administrative expenses	Administrative expenses are estimated based on historical experience and future expectation.

Assumptions Rationale - Significant Demographic Assumptions

Termination / Retirement / Disability	The disability assumptions were selected by UTC based on prior reviews of participant experience data. An experience study prepared in 2015 was the basis for the updated termination and retirement assumptions.
Benefit commencement date for deferred benefits	The assumptions were selected by UTC based on an experience study prepared in 2015.
Form of payment	The form of payment for the traditional UTC plans (non-cash balance) was set by UTC based on a prior review of actual participant elections. For the cash balance plan, due to the limited amount of data available, UTC elected to assume a 100% lump sum election (with a 25% deferral assumption).
Marital Assumptions	
Percent married	The assumed percentage married was set based on UTC's observations regarding its employee population. For plans that permit a non-spouse beneficiary, a 100% married assumption was selected to account for the additional benefits available for a non-spouse beneficiary.
Spouse age	The assumed age difference for spouses is based on general population statistics on the age difference for married individuals of retirement age.

Source of Prescribed Methods

Funding methods

The methods used for funding purposes as described in this attachment, including the method of determining plan assets, are “prescribed methods set by law”, as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.

**SCHEDULE SB
(Form 5500)**Department of the Treasury
Internal Revenue ServiceDepartment of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

**Single-Employer Defined Benefit Plan
Actuarial Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

2016**This Form is Open to Public
Inspection**

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

▶ **Round off amounts to nearest dollar.**▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan UNITED TECHNOLOGIES CORPORATION REPRESENTED EMPLOYEE RETIREMENT PLAN		B Three-digit plan number (PN) ▶ 010
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF UNITED TECHNOLOGIES CORPORATION		D Employer Identification Number (EIN) 06-0570975
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2016			
2 Assets:			
a Market value.....		2a	5,610,460,500
b Actuarial value.....		2b	5,798,689,018
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment.....	40,400	2,855,180,164	2,855,180,164
b For terminated vested participants.....	15,769	956,621,129	956,621,129
c For active participants.....	10,234	1,163,638,158	1,204,467,707
d Total.....	66,403	4,975,439,451	5,016,269,000
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
a Funding target disregarding prescribed at-risk assumptions.....		4a	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....		4b	
5 Effective interest rate.....	5	6.05%	
6 Target normal cost.....	6	57,302,365	

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

**SIGN
HERE**

Signature of actuary

Jay Mitchell, F.S.A.

Type or print name of actuary

Towers Watson Delaware Inc.

Firm name

335 Madison Avenue

New York NY 10017-4605

Address of the firm

10/4/2017

Date

1705718

Most recent enrollment number

212-309-3479

Telephone number (including area code)

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2016
v. 160205

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	827,421,556	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year).....	69,584,446	0
9 Amount remaining (line 7 minus line 8).....	757,837,110	0
10 Interest on line 9 using prior year's actual return of <u>0.24%</u>	1,818,809	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year).....		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.24%</u>		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return.....		0
c Total available at beginning of current plan year to add to prefunding balance.....		0
d Portion of (c) to be added to prefunding balance.....		0
12 Other reductions in balances due to elections or deemed elections.....	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	759,655,919	0

Part III Funding Percentages

14 Funding target attainment percentage.....	14	100.45%
15 Adjusted funding target attainment percentage.....	15	115.59%
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	117.00%
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
12/30/2016	66,000,000	0			
08/31/2017	450,000,000	0			
Totals ▶			18(b)	516,000,000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date.....	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	470,344,005

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.43 %	2nd segment: 5.91 %	3rd segment: 6.65 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.....	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):												
a Target normal cost (line 6)	31a	57,302,365										
b Excess assets, if applicable, but not greater than line 31a	31b	22,764,099										
32 Amortization installments:	<table border="1"> <tr> <td></td> <td>Outstanding Balance</td> <td>Installment</td> </tr> <tr> <td>a Net shortfall amortization installment.....</td> <td>0</td> <td>0</td> </tr> <tr> <td>b Waiver amortization installment</td> <td>0</td> <td>0</td> </tr> </table>				Outstanding Balance	Installment	a Net shortfall amortization installment.....	0	0	b Waiver amortization installment	0	0
	Outstanding Balance	Installment										
a Net shortfall amortization installment.....	0	0										
b Waiver amortization installment	0	0										
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33											
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33).....	34	34,538,266										
		Carryover balance	Prefunding balance									
35 Balances elected for use to offset funding requirement.....		0	0									
36 Additional cash requirement (line 34 minus line 35).....	36	34,538,266										
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	470,344,005										
38 Present value of excess contributions for current year (see instructions)												
a Total (excess, if any, of line 37 over line 36)	38a	435,805,739										
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0										
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37).....	39	0										
40 Unpaid minimum required contributions for all years	40	0										

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	0	

Plan Name Represented Employee Retirement Plan EIN: 06-0570975
Plan Sponsor's Name United Technologies Corporation PN: 010

[illegible]

United Technologies Corporation
UTC Represented Employee Retirement Plan
EIN: 06-0570975 PN: 010
Schedule SB, Line 22 - Description of Weighted Average Retirement Age

(1)	(2)	(3)	(4)	(5)
Age	Retirement Qx	tPx	Number of Expected Retirements =(2)x(3)	Weighted Retirement Age =(1)x(4)
55	0.020	1.000	0.020	1.100
56	0.020	0.980	0.020	1.098
57	0.020	0.960	0.019	1.095
58	0.030	0.941	0.028	1.638
59	0.040	0.913	0.037	2.155
60	0.060	0.876	0.053	3.155
61	0.070	0.824	0.058	3.518
62	0.200	0.766	0.153	9.501
63	0.200	0.613	0.123	7.723
64	0.200	0.490	0.098	6.277
65	0.600	0.392	0.235	15.299
66	0.600	0.157	0.094	6.214
67	0.600	0.063	0.038	2.523
68	0.600	0.025	0.015	1.024
69	0.600	0.010	0.006	0.416
70	1.000	0.004	0.004	0.281

WEIGHTED AVERAGE RETIREMENT AGE

63.020

Schedule SB - Statement by Enrolled Actuary

Plan Sponsor	United Technologies Corporation
EIN/PN	06-0570975 / 010
Plan Name	UTC Represented Employee Retirement Plan
Valuation Date	January 1, 2016
Enrolled Actuary	Jay Mitchell, F.S.A.
Enrollment Number	17-05718

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of the Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
UTC Aerospace
Pratt CT / Hamilton Sundstrand CT / Pratt Florida (WPB)

1. Eligibility

- a. Eligible Employees: Employees of the UTC Aerospace Group covered by a collective bargaining agreement which provides for participation under one of these plans. *Note: Employees hired after January 31, 2016 are ineligible to participate under the Pratt Florida (WPB) plan. Employees hired after June 30, 2016 are ineligible to participate under the Hamilton Sundstrand CT plan.*
- b. Participation Requirements: Eligible Employees become participants as of their date of employment.

United Technologies Corporation
Represented Employee Retirement Plan
EIN: 06-0570975 PN: 010
Schedule SB, Part V – Summary of Plan Provisions

2. Accrued Benefits

- a. Formula: Monthly benefit level from the table below (based on Final Average Earnings) times months of Credited Service:

MONTHLY BENEFIT LEVEL			
Final Average Earnings	Pratt & Whitney CT	Hamilton Sundstrand CT	P&W Florida (WPB)
Under \$25,000	\$ 40.00	\$ 50.00	\$ 39.00
25,000 - 25,999	40.00	50.00	39.00
26,000 - 26,999	40.00	50.00	39.00
27,000 - 27,999	40.00	50.00	39.00
28,000 - 28,999	40.00	50.00	39.00
29,000 - 29,999	40.00	50.00	39.00
30,000 - 30,999	40.00	50.00	39.00
31,000 - 31,999	40.00	50.00	39.00
32,000 - 32,999	40.00	50.00	39.00
33,000 - 33,999	40.00	50.00	39.00
34,000 - 34,999	40.00	50.00	39.00
35,000 - 35,999	40.00	50.00	39.00
36,000 - 36,999	40.00	50.00	39.00
37,000 - 37,999	40.00	50.00	39.00
38,000 - 38,999	40.00	50.00	39.00
39,000 - 39,999	40.00	50.00	39.00
40,000 - 40,999	40.00	50.00	40.00
41,000 - 41,999	41.00	50.00	41.00
42,000 - 42,999	42.00	50.00	42.00
43,000 - 43,999	43.00	50.00	43.00
44,000 - 44,999	44.00	50.00	44.00
45,000 - 45,999	45.00	50.00	45.00
46,000 - 46,999	46.00	50.00	46.00
47,000 - 47,999	47.00	50.00	47.00
48,000 - 48,999	48.00	50.00	48.00
49,000 - 49,999	49.00	50.00	49.00
50,000 - 50,999	50.00	50.00	50.00
51,000 - 51,999	51.00	51.00	51.00
52,000 - 52,999	52.00	52.00	52.00
53,000 - 53,999	53.00	53.00	53.00
54,000 - 54,999	54.00	54.00	54.00
55,000 - 55,999	55.00	55.00	55.00
56,000 - 56,999	56.00	56.00	56.00
57,000 - 57,999	57.00	57.00	57.00
58,000 - 58,999	58.00	58.00	58.00
59,000 - 59,999	59.00	59.00	59.00
60,000 - 60,999	60.00	60.00	60.00
61,000 - 61,999	61.00	61.00	61.00
62,000 - 62,999	62.00	62.00	62.00
63,000 - 63,999	63.00	63.00	63.00
64,000 - 64,999	64.00	64.00	64.00
65,000 - 65,999	65.00	65.00	65.00
66,000 - 66,999	66.00	66.00	66.00
67,000 - 67,999	67.00	67.00	67.00
68,000 - 68,999	68.00	68.00	68.00
69,000 - 69,999	69.00	69.00	69.00
70,000 - 70,999	70.00	70.00	70.00
71,000 - 71,999	71.00	71.00	71.00
72,000 and over	72.00	71.00	71.00

United Technologies Corporation
Represented Employee Retirement Plan
EIN: 06-0570975 PN: 010
Schedule SB, Part V – Summary of Plan Provisions

Monthly benefit levels in above table effective:

- 1/1/2014 for Pratt & Whitney
- 6/1/2013 for Hamilton Sundstrand*
- 1/1/2016 for Pratt & Whitney Florida (West Palm Beach)

* Note that the benefit multiplier will increase to a flat \$79 effective June 1, 2016 and to a flat \$84 effective January 1, 2020. The change was adopted and effective after the valuation date of January 1, 2016 and therefore, not reflected in the January 1, 2016 ERISA PPA funding valuation. The increase to \$79 will first be reflected for ERISA PPA purposes in the 2017 actuarial valuation and the increase to \$84 will first be reflected for ERISA PPA purposes in the 2020 actuarial valuation.

b. Definitions

- (i) Annual Earnings: Total compensation including pre-tax contributions to the savings plan and pre-tax contributions to a cafeteria plan, but excluding awards and reimbursements. Base pay rate in the last partial year is annualized. Annual earnings are limited each year to the applicable Section 401(a)(17) pay limit, as indexed (\$265,000 for 2016).
- (ii) Final Average Earnings: The average Annual Earnings for the highest five calendar years in the last ten calendar years before termination. The highest five years must be consecutive for Pratt & Whitney Florida (West Palm Beach).
- (iii) Maximum Benefit: A participant's benefit will not exceed the Section 415 limit, as indexed.
- (iv) Continuous Service (service): The total period of a participant's employment, including service after Normal Retirement Date.
- (v) Credited Service: Continuous Service but excluding:
 - a break in service which exceeds 30 days,
 - leaves of absence without compensation in excess of one year, and
 - service counted as Credited Service under any other defined benefit retirement plan of the company.

3. **Normal Retirement**

- a. Date: First of the month following the date on which a participant attains age 65.
- b. Benefit: The accrued benefit at retirement payable monthly.

4. **Early Retirement**

- a. Date: First of the month following retirement after the attainment of age 55 and the completion of 10 years of service, but before the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly reduced 2.4% per year for each year benefit commencement precedes age 62. The benefit is unreduced if the participant retires on or after the attainment of age 62.

5. **Postponed Retirement**

- a. Date: First of the month following retirement after the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly.

6. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable monthly commencing on the Normal Retirement Date. A participant can commence payment of the benefit on the first day of any month following the attainment of age 55, with the benefit reduced 5% per year for each year benefit commencement precedes the Normal Retirement Date.
- c. Rule of 65 Benefit: (For Pratt & Whitney and Hamilton Sundstrand only) Participants terminating employment between ages 50 and 55 whose age plus service equals at least 65 are eligible to receive benefits commencing at age 55, with the benefit reduced as described in 4.b. above.

7. Disability Benefit

- a. Eligibility: Disability after completing 5 years of service and receiving Social Security disability benefits.
- b. Benefit: The accrued benefit at disability payable monthly commencing on the first of the month following one year of disability and continuing during the participant's lifetime until the earliest of:
 - the date Social Security disability benefits cease
 - the date retirement benefits commence
 - death

8. Pre-retirement Death Benefits

- a. Eligibility: If a vested participant (or former participant) dies before receiving a retirement benefit, the following survivor benefits are payable:
- b. Benefit:
 - (i) If the participant dies after becoming eligible for an early, normal or postponed retirement benefit, a 100% contingent annuitant benefit is payable, and payment commences immediately, reduced as described in 4.b. above, or if the contingent annuitant is the spouse, as late as when the participant would have attained age 65.
 - (ii) If the participant dies after completing 10 years of service and is married, but does not meet the requirements of (i) above, a 100% spouse's benefit is payable, and payment commences when the participant would have attained age 55, reduced as described in 6.b. above, or age 65.
 - (iii) If the participant dies after completing five years of service and is married, but does not meet the requirements of (i) or (ii) above, a 50% spouse's benefit is payable, and payment commences when the participant would have attained age 55, reduced as described in 6.b. above, or age 65.

9. Form of Payment

a. Normal Form:

- (i) Life annuity for unmarried participants
- (ii) An actuarially reduced 50% joint and survivor annuity for married participants

b. Optional Forms:

- (i) 10 year certain and continuous annuity
- (ii) 100% contingent annuity
- (iii) 75% contingent annuity
- (iv) 66-2/3% contingent annuity
- (v) 50% contingent annuity
- (vi) Life annuity for married participants
- (vii) Available only to employees of Pratt & Whitney, Hamilton Sundstrand and Pratt & Whitney Florida (West Palm Beach)
 - (a) 5 or 15 year certain and continuous annuity
 - (b) 50%, 66-2/3%, 75% or 100% contingent annuitant pop-up option
 - (c) Social Security level income annuity

The normal form of payment is converted to an optional form using 6% interest rate and GAR-94 Mortality (unisex).

- c. Automatic Lump Sum Payment: for participants whose benefit has a lump sum value of \$5,000 or less under 417(e) government mandated basis.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
UTC Aerospace
Hamilton Sundstrand - Rockford

1. Eligibility

- a. Eligible Employees: Employees of the UTC Aerospace Group covered by a collective bargaining agreement which provides for participation under this subplan.
- b. Participation Requirements: Eligible Employees become participants on the date of employment.

2. Accrued Benefit

- a. Formula: Annual benefit level from the table below times years of Credited Service:

	Years of Service < 30	Years of Service > 30
Retirement Date	Annual Benefit Amt.	Annual Benefit Amt.
June 1, 1999 – May 31, 2000	\$ 318.00	\$ 423.96
June 1, 2000 – May 31, 2001	324.00	432.00
June 1, 2001 – May 31, 2002	330.00	440.04
June 1, 2002 – June 30, 2003	336.00	447.96
July 1, 2003 – December 31, 2007	408.00	542.64
January 1, 2008 – May 30, 2008	456.00	606.48
May 31, 2008 – May 30, 2011	528.00	702.24
May 31, 2011 – May 30, 2015	612.00	813.96
May 31, 2015 and after	684.00	909.72

- b. Definitions

- (i) Continuous Service (service): The sum of years of service as of December 31, 1993 determined in accordance with the prior Sundstrand plan and years of service on or after January 1, 1994 based on the hours of service in each calendar year as follows: for every full 170 hours of service, 1/10 of a year of service will be earned, to a maximum of one year at 1,000 hours of service.
- (ii) Credited Service: The sum of years of credited service as of December 31, 1993 determined in accordance with the prior Sundstrand plan and years of Credited Service on or after January 1, 1994 based on the hours of service in each calendar year as follows: for every full 170 hours of service, 1/10 of a year of service will be earned, to a maximum of one year at 1,700 hours of service.

3. Normal Retirement

- a. Date: First of the month following the later of the date on which a participant attains age 65, or 5 years service.
- b. Benefit: The accrued benefit at retirement payable monthly.

4. Early Retirement

- a. Date: First of the month following retirement after the attainment of the earliest of:
- (i) age 60 and the completion of 10 years of service, but before the Normal Retirement Date.
 - (ii) the completion of 30 years of service before age 55
 - (iii) age 55 with the participant's age plus service equaling at least 85, but before the attainment of age 60.
- b. Benefit: The accrued benefit at retirement payable monthly reduced (as below) per year for each year benefit commencement precedes age 62:

Age	ERF	Age	ERF	Age	ERF
47	0.304	52	0.450	57	0.694
48	0.328	53	0.489	58	0.752
49	0.354	54	0.532	59	0.808
50	0.383	55	0.579	60	0.867
51	0.415	56	0.635	61	0.933
				62	1.000

- c. Restoration Benefit: If a participant retires before age 65 with 30 years of service, or after age 55 but before age 65 with 85 points (age + service), then the ERF gets removed (ERF=1) when the participant turns age 65.
- d. Interim Supplemental Allowance: Available to anyone retiring within two years of the last day worked and prior to age 65. This benefit is payable until the earlier of age 65 or death.
- (i) For participants with 30 years of service:

Retirement Date	Supplement Benefit Amount
June 1, 1999 – May 31, 2000	\$ 21,600-[318*(CS<30)*ERF]-[423.96*(CS>30)*ERF]
June 1, 2000 – May 31, 2001	24,000-[324*(CS<30)*ERF]-[432*(CS>30)*ERF]
June 1, 2001 – May 31, 2002	24,600-[330*(CS<30)*ERF]-[440.04*(CS>30)*ERF]
June 1, 2002 – June 30, 2003	25,200-[336*(CS<30)*ERF]-[447.96*(CS>30)*ERF]
July 1, 2003 – December 31, 2007	25,200-[408*(CS<30)*ERF]-[542.64*(CS>30)*ERF]
January 1, 2008 – May 30, 2008	31,200-[456*(CS<30)*ERF]-[606.48*(CS>30)*ERF]
May 31, 2008 – May 30, 2011	37,200-[528*(CS<30)*ERF]-[702.24*(CS>30)*ERF]
May 31, 2011 – May 30, 2015	42,000-[612*(CS<30)*ERF]-[813.96*(CS>30)*ERF]
May 31, 2015 and after	45,600-[684*(CS<30)*ERF]-[909.72*(CS>30)*ERF]

United Technologies Corporation
Represented Employee Retirement Plan
EIN: 06-0570975 PN: 010
Schedule SB, Part V – Summary of Plan Provisions

(ii) For participants with less than 30 years and before age 65:

The amount below x Credited Service.

For retirements June 1, 1999 – December 31, 2007, the following amounts are payable until age 62:

<u>Age</u>	<u>Benefit</u>	<u>Age</u>	<u>Benefit</u>
55	\$ 126.00	58	\$ 162.00
56	138.00	59	174.00
57	150.00	60	186.00
		61	198.00

For retirements January 1, 2008 – May 30, 2008, the following amounts are payable until age 65:

<u>Age</u>	<u>Benefit</u>	<u>Age</u>	<u>Benefit</u>
55	\$ 156.00	58	\$ 192.00
56	168.00	59	204.00
57	180.00	60	216.00
		61-64	228.00

For retirements May 31, 2008 – May 30, 2011, the following amounts are payable until age 65:

<u>Age</u>	<u>Benefit</u>	<u>Age</u>	<u>Benefit</u>
55	\$ 168.00	58	\$ 204.00
56	180.00	59	216.00
57	192.00	60	228.00
		61-64	240.00

For retirements May 31, 2011 – May 30, 2015, the following amounts are payable until age 65:

<u>Age</u>	<u>Benefit</u>	<u>Age</u>	<u>Benefit</u>
55	\$ 180.00	58	\$ 216.00
56	192.00	59	228.00
57	204.00	60	240.00
		61-64	252.00

For retirements May 31, 2015 and after, the following amounts are payable until age 65:

<u>Age</u>	<u>Benefit</u>	<u>Age</u>	<u>Benefit</u>
55	\$ 192.00	58	\$ 228.00
56	204.00	59	240.00
57	216.00	60	252.00
		61-64	264.00

5. Postponed Retirement

- Date: First of the month following retirement after the Normal Retirement Date.
- Benefit: The accrued benefit at retirement payable monthly.

6. Social Security Bridge Lump Sum

- Eligibility: Retirement on or after July 26, 1999.
- Benefit: Lump sum payment equal to \$30 for each year of Credited Service, up to a maximum of 30 years. This benefit is payable at the later of age 62 or date of retirement.

7. Special Age 65 Benefit

- a. Eligibility: The month following the month a retired participant or surviving spouse attains age 65. The month a disabled participant becomes enrolled in Medicare Part B.
- b. Benefit: The amount of the Special Age 65 Benefit is shown in the table below, and is based on the date the participant or surviving spouse attains age 65:

<u>Date Attain age 65</u>	<u>Annual Amount</u>
January 1, 1989 to March 31, 1989	\$ 116.40
April 1, 1989 to March 31, 1990	168.00
April 1, 1990 to March 31, 1991	192.00
April 1, 1991 to June 30, 1995	216.00
July 1, 1995 and later	276.00

8. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable monthly commencing on the Normal Retirement Date. A participant can commence payment of the benefit on the first day of any month following the attainment of age 60, with the benefit reduced 7.2% per year for each year benefit commencement precedes the Normal Retirement Date.

9. Disability Benefit

- a. Eligibility: Disability after completing 10 years of service but prior to age 65.
- b. Benefit: The accrued benefit at disability, plus \$216 x Credited Service (max 30), both payable monthly commencing six months after disablement and continuing during the participant's lifetime until the earlier of:
 - (i) unreduced Social Security retirement
 - (ii) the Normal Retirement Date

10. Pre-retirement Death Benefits

- a. Eligibility: If a vested participant (or former participant) dies before receiving a retirement benefit, the following survivor benefits are payable:
- b. Benefit:
 - (i) If the participant dies after becoming eligible for an early, normal or postponed retirement benefit, the greater of a 60% spouse's benefit or a 50% spouse's benefit, as compared after applying the applicable joint and survivor annuity factors in the prior Sundstrand plan, and payment commences immediately, reduced as described in 4.b. above, or age 65.
If the participant was eligible for the Restoration Benefit in 4.c. above, and had attained age 62 at death, then the spouse benefit commences immediately and is unreduced.
 - (ii) If the participant dies after completing five years of service and is married, but does not meet the requirements of (i) above, a 50% spouse's benefit is payable, and payment commences when the participant would have attained age 60, reduced as described in 8.b. above, or age 65.

11. Form of Payment

a. Normal Form:

- (i) Life annuity for unmarried participants
- (ii) An actuarially reduced 60% joint and survivor annuity for married participants

b. Optional Forms:

- (i) 75% contingent annuity (with or without pop-up)
- (ii) 50% contingent annuity (with or without pop-up)
- (iii) Life annuity for married participants
- (iv) Lump sum for monthly amounts of \$100 or less

The normal form of payment is converted to an optional form using 6% interest rate and GAR-94 Mortality (unisex).

- c. Automatic Lump Sum Payment: for participants whose benefit has a lump sum value of \$5,000 or less under 417(e) government mandated basis.

United Technologies Corporation
 Represented Employee Retirement Plan (UTC Rep)
 UTC Aerospace
 Hamilton Sundstrand FANS / Pratt & Whitney Aero Power

1. Eligibility

- a. Eligible Employees: Employees of the UTC Aerospace Group covered by a collective bargaining agreement which provides for participation under this subplan.
- b. Participation Requirements: Eligible Employees become participants on the date of employment.

2. Accrued Benefit

- a. Formula: $\$816 \times \text{years of Credited Service}$

Minus

$\$216 \times \text{years of Credited Service prior to July 22, 1985}^*$

* Solar Turbines/International Harvester pay \$18 per month for service before July 22, 1985

- b. Definitions

- (i) Continuous Service (service): Service Credits are granted for any year which the employee worked 750 or more hours.
- (ii) Credited Service: Service Credits which are granted according to the following schedule:

<u>Hours of Service During Plan Year</u>	<u>Fractional Year of Credited Service Earned</u>
Less than 85	0
85 – 254	.1
255 – 424	.2
425 – 594	.3
595 – 764	.4
765 – 934	.5
935 – 1,104	.6
1,105 – 1,274	.7
1,275 – 1,444	.8
1,445 – 1,614	.9
1,615 or more	1.0

3. Normal Retirement

- a. Date: First of the month following the later of the date on which a participant attains age 65, or 5 years service.
- b. Benefit: The accrued benefit at retirement payable monthly.

4. Early Retirement

- a. Date: First of the month following retirement after the attainment of age 60 and the completion of 10 years of Credited Service, or the attainment of age 55 and the participant's age plus Credited Service equals at least 85, but before the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly reduced (as below) per year for each year benefit commencement precedes age 62:

Age	ERF	Age	ERF
55	0.579	59	0.808
56	0.635	60	0.867
57	0.694	61	0.933
58	0.752	62	1.000

The benefit is unreduced if the participant retires on or after the attainment of age 55 with age plus years of Credited Service at least 85.

5. Social Security Bridge Lump Sum

- a. Eligibility: Retirement on or after July 26, 1999
- b. Benefit: Lump sum payment equal to \$30 for each year of Credited Service, up to a maximum of 30 years. This benefit is payable at the later of age 62 or date of retirement.

6. Postponed Retirement

- a. Date: First of the month following retirement after the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly.

7. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable monthly commencing on the Normal Retirement Date. A participant can commence payment of the benefit on the first day of any month following the attainment of age 60 (age 55 if age plus years of Credited Service equals at least 85), with the benefit reduced 7.2% per year for each year benefit commencement precedes the Normal Retirement Date, plus for each of the next five years with respect to a participant whose age plus years of Credited Service equal at least 85: 4.4%, 4.1%, 4.3%, 4.4% and 4.0%, respectively.

8. Disability Benefit

- a. Eligibility: Disability after completing 10 years of Credited Service but prior to age 65.
- b. Benefit: The accrued benefit at disability payable monthly commencing immediately, plus a temporary benefit of \$180 x Credited Service (max 25) payable to age 62 or, until the participant is eligible for Social Security disability benefits.

9. Pre-retirement Death Benefits

- a. Eligibility: If a vested participant (or former participant) dies before receiving a retirement benefit, the following survivor benefits are payable:
- b. Benefit:
 - (i) If the participant dies after becoming eligible for an early, normal or postponed retirement benefit, a 55% spouse's benefit is payable, and payment commences immediately, reduced as described in 4.b. above, or as late as when the participant would have attained age 65.
 - (ii) If the participant dies after completing five years of service and is married, but does not meet the requirements of (i) above, a 50% spouse's benefit is payable, and payment commences when the participant would have attained age 55, reduced as described in 7.b. above, or age 65.

10. Form of Payment

- a. Normal Form:
 - (i) Life annuity for unmarried participants
 - (ii) An actuarially reduced 55% joint and survivor annuity for married participants
- b. Optional Forms:
 - (i) 75% joint and survivor annuity for married participants
 - (ii) 55% joint and survivor annuity for married participants with pop-up
 - (iii) 75% joint and survivor annuity for married participants with pop-up
 - (iv) Life annuity for married participants
 - (v) Lump sum for monthly amounts of \$100 or less

The normal form of payment is converted to an optional form using 6% interest rate and GAR-94 Mortality (unisex).

- c. Automatic Lump Sum Payment: for participants whose benefit has a lump sum value of \$5,000 or less under 417(e) government mandated basis.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
Carrier Syracuse (B)

1. Eligibility

- a. Eligible Employees: Employees of the CCS Carrier business unit covered by a collective bargaining agreement which provides for participation under this subplan. *Note: Employees hired after October 1, 2012 are ineligible to participate.*
- b. Participation Requirements: Eligible Employees become participants on the first day of the month following age 21 and one year of eligibility service.

2. Accrued Benefit

- a. Formula: $\$612 \times \text{years of Credited Service (max 35 years)}$
- b. Definitions
 - (i) Continuous Service (service): The total period of a participant's employment, including service after Normal Retirement Date.
 - (ii) Credited Service: Credited Service prior to January 1, 2003 is based on Continuous Service if the participant has 10 or more years of service, not in excess of 35 years. If the participant has less than 10 years of service, service coincident with or following the earlier of:
 - (a) Age 21 and one year of service
 - (b) Five years of serviceCredited Service on or after January 1, 2003 is based on hours of service in each calendar year as follows:

<u>Hours of Service</u>	<u>Fractional Year of Credited Service Earned</u>
Less than 400	0.0
400 – 799	0.5
800 or more	1.0

3. Normal Retirement

- a. Date: First of the month following the date on which a participant attains age 65.
- b. Benefit: The accrued benefit at retirement payable monthly.

4. Early Retirement

- a. Date: First of the month following retirement after the attainment of age 55 and the completion of 10 years of service, but before the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly reduced 6% per year for each year benefit commencement precedes age 65 up to a maximum reduction of 50%. The benefit is unreduced if the participant retires on or after the attainment of age 60 and the completion of 20 years of service, or after the attainment of age 55 and the completion of 30 years of service.

5. Postponed Retirement

- a. Date: First of the month following retirement after the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly.

6. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service or attaining age 60, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable monthly commencing on the Normal Retirement Date. A participant can commence payment of the benefit on the first day of any month following the attainment of age 55 and the completion of 10 years of service, with the benefit reduced 6% per year for each year benefit commencement precedes the Normal Retirement Date, up to a maximum reduction of 50%.

7. Disability Benefit

- a. Eligibility: Disability after completing five years of Credited Service.
- b. Benefit: The accrued benefit at disability payable monthly commencing six months after disablement.

8. Pre-retirement Death Benefits

- a. Eligibility: If a vested participant (or former participant) dies before receiving a retirement benefit, the following survivor benefits are payable:
- b. Benefit:
 - (i) If the participant dies after becoming eligible for an early, normal or postponed retirement benefit, a 50% contingent annuitant's benefit is payable, and payment commences immediately, reduced as described in 4.b. above, or if the contingent annuitant is the spouse, as late as when the participant would have attained age 65.
 - (ii) If the participant dies after completing five years of service and is married, but does not meet requirements of (i) above, a 50% spouse's benefit is payable, and payment commences when the participant would have attained age 65, or age 55 if the participant had completed at least 10 years of service, but reduced as described in 6.b. above.

9. Form of Payment

- a. Normal Form:
 - (i) Life annuity for unmarried participants
 - (ii) An actuarially reduced 50% joint and survivor annuity for married participants
- b. Optional Forms:
 - (i) 10 year certain and continuous annuity
 - (ii) 5 year certain and continuous annuity
 - (iii) 100% contingent annuity (with or without pop-up)
 - (iv) 75% contingent annuity (with or without pop-up)
 - (v) 50% contingent annuity (with or without pop-up)
 - (vi) Life annuity for married participants
 - (vii) Lump sum payment based on the 417(e) basis for the month of November of the prior year, and the 417(e) government mandated mortality table. Not available to participants hired after December 31, 1993 and to participants with respect to Credited Service on or after July 1, 1995.

The normal form of payment is converted to an optional form using 6% interest rate and GAR-94 Mortality (unisex).

- c. Automatic Lump Sum Payment: for participants whose benefit has a lump sum value of \$5,000 or less under 417(e) government mandated basis.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
Carrier Indianapolis (BDP East)

1. Eligibility

- a. Eligible Employees: Hourly employees of the CCS Carrier business unit, covered by the collective bargaining agreement with the United Steel Workers of America which provides for participation under this subplan. *Note: Employees hired after April 28, 2014 are ineligible to participate.*
- b. Participation Requirements: Eligible Employees become participants on the first of the month coincident with or following their date of employment.

2. Accrued Benefit

- a. Formula: The greater of (i) or (ii):
 - (i) \$612 x years of Credited Service (max 40 years) [Increases to \$636 as of 9/1/2016 as part of the planned close. Not reflected for 2016.]
 - (ii) August 31, 1987 accrued benefit
- b. Definitions
 - (i) Continuous Service (service): The total period of a participant's employment, including service after Normal Retirement Date.
 - (ii) Credited Service: Continuous Service not in excess of 40 years.

3. Normal Retirement

- a. Date: First of the month following the date on which a participant attains age 65.
- b. Benefit: The accrued benefit at retirement payable monthly.

4. Early Retirement

- a. Date: First of the month following retirement after the attainment of age 55 and the completion of 10 years of service, but before the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly reduced 3% per year for each of the first five years benefit commencement precedes age 65 plus, if the participant retires before the attainment of age 60, 6% per year for each of the next five years benefit commencement precedes age 60. The benefit is unreduced if the participant retires after the attainment of age 55 and the completion of 30 years of service. The benefit is also unreduced if the participant retires on or after the attainment of age 60 and the completion of 15 years of Credited Service upon a permanent shutdown or a layoff with little likelihood of recall.

5. Postponed Retirement

- a. Date: First of the month following retirement after the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly.

6. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable monthly commencing on the Normal Retirement Date. A participant can commence payment of the benefit on the first day of any month following the attainment of age 55 and the completion of 10 years of service, with the benefit reduced 6% per year for each year benefit commencement precedes the Normal Retirement Date.

7. Disability Benefit

- a. Eligibility: Disability after completing 10 years of service.
- b. Benefit: The greater of the accrued benefit at disability or \$1,800 a year payable monthly commencing six months after disablement.

8. Pre-retirement Death Benefits

- a. Eligibility: If a vested participant dies prior to receiving an early, normal or postponed retirement benefit, the following benefit is payable:
- b. Benefit: A 50% spouse's benefit is payable, and payment commences when the participant would have attained age 65, or age 55 but reduced as described in 6.b. above (4.b. above if eligible for early retirement).

9. Form of Payment

- a. Normal Form:
 - (i) Life annuity for unmarried participants
 - (ii) A reduced 50% joint and survivor annuity with pop-up for married participants where reduction is based on the without pop-up factor
- b. Optional Forms:
 - (i) 100% contingent annuity (with or without pop-up)
 - (ii) 75% contingent annuity (with or without pop-up)
 - (iii) 50% contingent annuity (with or without pop-up)
 - (iv) Life annuity for married participants

The normal form of payment is converted to an optional form using 6% interest rate and GAR-94 Mortality (unisex).

- c. Automatic Lump Sum Payment: for participants whose benefit has a lump sum value of \$5,000 or less under 417(e) government mandated basis.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
Carrier Collierville

1. Eligibility

- a. Eligible Employees: Employees of the CCS Carrier business unit covered by a collective bargaining agreement which provides for participation under this subplan. *Note: Employees hired after November 14, 2015 are ineligible to participate.*
- b. Participation Requirements: Eligible Employees become participants on the date of employment.

2. Accrued Benefit

- a. Formula:
\$564 x years of Credited Service
- b. Definitions
 - (i) Continuous Service (service): The total period of a participant's employment, including service after Normal Retirement Date.
 - (ii) Credited Service: Continuous Service.

3. Normal Retirement

- a. Date: First of the month following the date on which a participant attains age 65.
- b. Benefit: The accrued benefit at retirement payable monthly.

4. Early Retirement

- a. Date: First of the month following retirement after the attainment of age 55 and the completion of 10 years of service, but before the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly reduced 6% per year for each year benefit commencement precedes age 65 (reduction not to exceed 50%).

5. Postponed Retirement

- a. Date: First of the month following retirement after the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly.

6. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable monthly commencing on the Normal Retirement Date. A participant can commence payment of the benefit on the first day of any month following the attainment of age 55 and the completion of 10 years of service, with the benefit reduced 6% per year for each year benefit commencement precedes the Normal Retirement Date (reduction not to exceed 50%).

7. Disability Benefit

- a. Eligibility: Disability after completing 5 years of Credited Service.
- b. Benefit: The accrued benefit at disability payable monthly commencing six months after disablement.

8. Pre-retirement Death Benefits

- a. Eligibility: If a vested participant dies prior to receiving an early, normal or postponed retirement benefit, the following benefit is payable:
- b. Benefit: A 50% spouse's benefit is payable, and payment commences when the participant would have attained age 65, or age 55 if the participant had completed 10 years of service, but reduced as described in 6.b. above (4.b. above if eligible for early retirement).

9. Form of Payment

- a. Normal Form:
 - (i) Life annuity for unmarried participants
 - (ii) An actuarially reduced 50% joint and survivor annuity for married participants
- b. Optional Forms:
 - (i) 10 year certain and continuous annuity
 - (ii) 100% contingent annuity
 - (iii) 75% contingent annuity
 - (iv) 50% contingent annuity
 - (v) Life annuity for married participants

The normal form of payment is converted to an optional form using 6% interest rate and GAR-94 Mortality (unisex).

- c. Automatic Lump Sum Payment: for participants whose benefit has a lump sum value of \$5,000 or less under 417(e) government mandated basis.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
Carrier ICP Lewisburg

1. Eligibility

- a. Eligible Employees: Employees of the CCS Carrier business unit covered by a collective bargaining agreement which provides for participation under this subplan. *Note: Employees hired after October 1, 2013 are ineligible to participate.*
- b. Participation Requirements: Eligible Employees become participants on their date of employment.

2. Accrued Benefit

- a. Formula: \$456 x years of Credited Service.
- b. Definitions
 - (i) Continuous Service (service): The total period of a participant's employment, including service after Normal Retirement Date.
 - (ii) Credited Service: Continuous Service

3. Normal Retirement

- a. Date: First of the month following the date on which a participant attains age 65 and the completion of five years of service.
- b. Benefit: The accrued benefit at retirement payable monthly.

4. Early Retirement

- a. Date: First of the month coincident with or next following retirement after the attainment of age 55 and the completion of five years of service, but before the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly reduced 6% per year for each year benefit commencement precedes age 65 (reduction not to exceed 50%).

5. Postponed Retirement

- a. Date: First of the month following retirement after the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly.

6. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable monthly commencing on the Normal Retirement Date. A participant can commence payment of the benefit on the first day of any month following the attainment of age 55, with the benefit reduced 6% per year for each year benefit commencement precedes the Normal Retirement Date (reduction not to exceed 50%).

7. Disability Benefit

- a. Eligibility: Disability after the attainment of age 55 and completing 15 years of service and qualified to receive Social Security disability benefits.
- b. Benefit: The accrued benefit at disability payable monthly commencing six months after disablement and continuing during the participant's lifetime until the cessation of disability, provided cessation occurs before age 70.

8. Pre-retirement Death Benefits

- a. Eligibility: If a vested participant dies prior to receiving an early, normal or postponed retirement benefit, the following benefit is payable:
- b. Benefit: A 50% spouse's benefit is payable, and payment commences when the participant would have attained age 65, or age 55 but reduced as described in 6.b. above (4.b. above if eligible for early retirement).

9. Lump Sum Post-retirement Death Benefit

- a. Eligibility: Death while eligible for an early, normal or postponed retirement benefit, or after the attainment of age 65 and becoming eligible for a disability retirement benefit.
- b. Benefit: A \$3,000 lump sum payment, reduced by the value of any company-provided group term life insurance benefit, payable immediately to the beneficiary, spouse, children, parent or estate (in that order).

10. Form of Payment

- a. Normal Form:
 - (i) Life annuity for unmarried participants
 - (ii) An actuarially reduced 50% joint and survivor annuity for married participants
- b. Optional Forms:
 - (i) 10 year certain and continuous annuity
 - (ii) 75% contingent annuity
 - (iii) 66⅔% contingent annuity
 - (iv) 50% contingent annuity
 - (v) Life annuity for married participants

The normal form of payment is converted to an optional form using 6% interest rate and GAR-94 Mortality (unisex).

- c. Automatic Lump Sum Payment: for participants whose benefit has a lump sum value of \$5,000 or less under 417(e) government mandated basis.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
Carrier Huntington

1. Eligibility

- a. Eligible Employees: Employees of the CCS Carrier business unit covered by a collective bargaining agreement which provides for participation under this subplan.
- b. Participation Requirements: Eligible Employees become participants after one year of employment if they have completed 1,000 hours of service; or if later, on the January 1 coincident with or following a calendar year in which they completed 1,000 hours of service.

2. Accrued Benefit

- a. Formula: $\$372 (\$396 \text{ effective April 1, 2016}^*) \times \text{years of Credited Service}$
- b. Definitions
 - (i) Continuous Service (service): The total period of a participant's employment, including only calendar years in which the participant completes at least 1,000 hours of service and including service after Normal Retirement Date.
 - (ii) Credited Service: Service based on hours of service in each calendar year as follows:

<u>Hours of Service</u>	<u>Fractional Year of Credited Service</u>
Less than 1,000	0.0
1,000 - 1,199	0.7
1,200 - 1,599	0.8
1,600 or more	1.0

3. Normal Retirement

- a. Date: First of the month following the date on which a participant attains age 65.
- b. Benefit: The accrued benefit at retirement payable monthly.

4. Early Retirement

- a. Date: First of the month following retirement after the attainment of age 55 and the completion of 10 years of service, but before the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly reduced 6% per year for each year benefit commencement precedes age 65.

5. Postponed Retirement

- a. Date: First of the month following retirement after the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly.

* This change was adopted and effective after the valuation date of 1/1/2016 and therefore, not reflected in the 1/1/2016 ERISA PPA funding valuation. It will be reflected in the 1/1/2017 ERISA PPA funding valuation.

6. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable monthly commencing on the Normal Retirement Date. A participant can commence payment of the benefit on the first day of any month following the attainment of age 55 and the completion of 10 years of service, with the benefit reduced 6% per year for each year benefit commencement precedes the Normal Retirement Date.

7. Disability Benefit

- a. Eligibility: Disability after the attainment of age 50 and completing 15 years of service and one year of Credited Service, and qualified to receive Social Security disability benefits.
- b. Benefit: \$420 a year payable monthly commencing six months after disablement, continuing for the number of months equal to months of Credited Service or, if earlier, until death, recovery or retirement.

8. Pre-retirement Death Benefits

- a. Eligibility: If a vested participant dies prior to receiving an early, normal or postponed retirement benefit, the following benefit is payable:
- b. Benefit: A 50% spouse's benefit is payable, and payment commences when the participant would have attained age 65, or age 55 if the participant had completed at least 10 years of service, but reduced as described in 6.b. above (4.b. above if eligible for early retirement).

9. Lump Sum Benefit

- a. Eligibility: Death while employed.
- b. Benefit: The lesser of \$2,000 or, 5¢ x hours of Credited Service.

10. Form of Payment

- a. Normal Form:
 - (i) Life annuity for unmarried participants
 - (ii) An actuarially reduced 50% joint and survivor annuity for married participants
- b. Optional Forms:
 - (i) 10 year certain and continuous annuity
 - (ii) 100% contingent annuity
 - (iii) 75% contingent annuity
 - (iv) 50% contingent annuity
 - (v) Life annuity for married participants

The normal form of payment is converted to an optional form using 6% interest rate and GAR-94 Mortality (unisex).

- c. Automatic Lump Sum Payment: for participants whose benefit has a lump sum value of \$5,000 or less under 417(e) government mandated basis.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
Goodrich Aerospace
Troy

1. Eligibility

- a. Eligible Employees: Employees of the UTAS – Goodrich business unit covered by a collective bargaining agreement which provides for participation under this plan.
- b. Participation Requirements: Date of becoming an eligible employee.

2. Accrued Benefit

- a. Formula: $\$660 \times \text{years of Credited Service}$
- b. Definitions
 - (i) Continuous Service (service): Elapsed time since date of employment by Goodrich Corporation.
 - (ii) Credited Service: Years and months of service as an eligible employee since hire date.

3. Normal Retirement

- a. Date: First of the month coinciding with or next following the attainment of age 65 with five years of service.
- b. Benefit: The accrued benefit at retirement, payable monthly.

4. Early Retirement

- a. Date: First of the month following retirement after the attainment of age 55 and the completion of 10 years of service or after the completion of 30 years of service (age not considered), but before the Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement payable monthly, reduced 4.8% for each year of payment before age 62, or unreduced if 30 years of service have been completed.

5. Supplemental Benefit

- a. Eligibility: Early retirement with 30 years of Credited Service before and up to age 62.
- b. Benefit: \$12,000 plus \$120 per year age greater than 55 plus \$66 per year Credited Service greater than 30.

6. Postponed Retirement

- a. Eligibility: Retirement after Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement, payable monthly.

7. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable monthly, actuarially reduced for each year of payments before the participant's Normal Retirement Date to age 55.

8. Disability Benefit

- a. Eligibility: Total disability after completing 5 years of service.
- b. Benefit: The accrued benefit based on Credited Service as of disability date, payable monthly at disability date.

9. Pre-retirement Death Benefit

- a. Eligibility: Death while eligible for normal, early, postponed, or vested termination retirement benefits, with a surviving spouse.
- b. Benefit: 50% of the monthly pension benefit as of the date of death, reduced for the 50% joint and survivor election and reduced for payment as early as the participant's 55th birthday.

10. Lump Sum Death Benefit

- a. Eligibility: Death, except if participant terminated prior to age 60 and is only entitled to a vested termination benefit.
- b. Benefit: A \$2,250 lump sum benefit payable to the estate of a deceased employee.

11. Form of Payment

- a. Normal Form:
 - (i) 5 year certain and continuous annuity for unmarried participants
 - (ii) An actuarially reduced 50% joint and survivor annuity with 5 years certain for married participants.
- b. Optional Forms:
 - (i) 10 year certain and continuous annuity
 - (ii) 100% joint and survivor annuity with 5 years certain
 - (iii) 75% joint and survivor annuity with 5 years certain

Actuarial equivalence is based on the 1971 TPF&C Unisex Forecast Mortality Table with 1-year setback for participants and 1-year setback for beneficiaries and an interest rate of 6% per annum, compounded annually.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
Goodrich Aerospace
Union West Virginia

1. Eligibility

- a. Eligible Employees: Employees of the UTAS – Goodrich business unit covered by a collective bargaining agreement which provides for participation in this plan.
- b. Participation Requirements: Date of becoming an eligible employee. As of January 1, 2006, no new participants are allowed to participate.

2. Accrued Benefit

- a. Formula: Credited Service times 1.15% of Final Average Earnings plus Credited Service up to 35 years times 0.45% of Final Average Earnings in excess of Covered Compensation based on service and earnings through December 31, 2014.

Effective January 1, 2015, all final average earning related benefits were frozen. Participants are eligible to participate in the plan under the UTC 3% - 8% Cash Balance Plan formula (applicable to UTC salaried employees) beginning January 1, 2015.

- b. Definitions
 - (i) Continuous Service (service): Elapsed time since date of employment by Goodrich Corporation.
 - (ii) Credited Service: Years and months of service as an eligible employee as of the later of the hire date and May 1, 1972.

Service for employees who opted out of the plan through Retirement Choice is limited to service prior to June 30, 2006.
 - (iii) Pensionable Pay: Base pay including 401(k) deferrals plus bonus plus overtime.
 - (iv) Final Average Earnings: The average of the highest 48 consecutive months out of 120 months of Pensionable Pay ending on the participant's termination date.
 - (v) Covered Compensation: The average of the Social Security taxable wage base during the highest 35-year period prior to and including the year in which the participant retires, dies or otherwise terminates employment.

3. Normal Retirement

- a. Date: First of month coinciding with or next following the attainment of age 65.
- b. Benefit: The accrued benefit at retirement, payable monthly.

4. Early Retirement

- a. Eligibility: Retirement before Normal Retirement Date and on or after both attaining age 55 and completing 5 years of service.
- b. Benefit: The accrued benefit at retirement payable monthly, reduced 4% for each year of payment before age 62.

5. Supplemental Benefit

- a. Eligibility: Retirement before Normal Retirement Date and on or after both attaining age 55 and completing 5 years of service.
- b. Benefit: \$6,540 plus \$120 per year age greater than 55 plus \$264 per year Credited Service greater than 30 less the Early Retirement Benefit.

6. Postponed Retirement

- a. Eligibility: Retirement after Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement, payable monthly.

7. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable monthly, actuarially reduced for each year of payments before the participant's Normal Retirement Date to age 55. If terminate after 1/1/2002, the reduction is 4% per year from age 62 to 55.

8. Disability Benefit

- a. Eligibility: Date of employment.
- b. Benefit: The accrued benefit based on pensionable pay as of disability date, payable monthly at Normal Retirement Date. Service continues to accrue while disabled.

9. Pre-retirement Death Benefit

- a. Eligibility: Death while eligible for normal, early, postponed, or vested termination retirement benefits, with a surviving spouse. In-service death is company paid, death after termination is paid by employee through actuarial reduction of benefit.
- b. Benefit: 50% of the monthly pension benefit as of the date of death, reduced for the 50% joint and survivor election and reduced for payment as early as the participant's 55th birthday.

10. Form of Payment

- a. Normal Form:
 - (i) 5 year certain and continuous annuity for unmarried participants
 - (ii) An actuarially reduced 50% joint and survivor annuity for married participants.
- b. Optional Forms:
 - (i) Life annuity
 - (ii) 100% joint and survivor annuity
 - (iii) 75% joint and survivor annuity
 - (iv) 50% joint and survivor annuity
 - (v) 15 year certain and continuous annuity
 - (vi) 10 year certain and continuous annuity
 - (vii) 5 year certain and continuous annuity
 - (viii) Social Security level income annuity
 - (ix) Lump sum for participants whose benefit has a lump sum value of \$15,000 or less. Effective January 1, 2017, an unlimited lump sum is available for a 12 month period following termination (not included for 2016 valuation*).

Actuarial equivalence for optional forms other than lump sum is based on 1994 GAM (75% male/25% female for participant mortality and 25% male/75% female for joint annuitant mortality), and an interest rate of 6%.

Actuarial equivalence for lump sum is based on 417(e) government mandated basis.

* This change is effective after the valuation date of 1/1/2016 and therefore, not reflected in the 1/1/2016 ERISA PPA funding valuation. It will be reflected in the 1/1/2017 ERISA PPA funding valuation.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
Goodrich Aerospace
Landing Gear Plating and Tullahoma

1. Eligibility

- a. Eligible Employees: Employees of the UTAS – Goodrich business unit covered by a collective bargaining agreement that provides for participation in this plan.
- b. Participation Requirements: Date of becoming an eligible employee.

2. Accrued Benefit

- a. Formula:
 - (i) Landing Gear Plating: \$456 (\$504 effective April 3, 2016*) x years of Credited Service (max 35 years)
 - (ii) Tullahoma: \$672 x years of Credited Service (max 40 years)
- b. Definitions
 - (i) Continuous Service (service): Elapsed time since date of employment by Goodrich Corporation or Cleveland Pneumatic Company.
 - (ii) Credited Service: Years and months of service as an eligible employee as of the hire date or January 1, 1984 for Landing Gear Plating and August 1, 1997 for Tullahoma, if later.

3. Normal Retirement

- a. Date: First of month coinciding with or next following the attainment of age 65 with five years of service.
- b. Benefit: The accrued benefit at retirement, payable monthly.

4. Early Retirement

- a. Eligibility: For Landing Gear Plating, retirement before Normal Retirement Date and on or after both attaining age 55 and completing 10 years of service.

For Tullahoma, retirement before Normal Retirement Date and on or after both attaining age 55 and completing 5 years of service.
- b. Benefit: For Landing Gear Plating, accrued benefit at retirement payable monthly, reduced 7.2% for each year of payment before age 65. For Tullahoma, benefits are reduced 6% from age 65.

5. Postponed Retirement

- a. Eligibility: Retirement after Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement, payable monthly.

* This change was adopted and effective after the valuation date of 1/1/2016 and therefore, not reflected in the 1/1/2016 ERISA PPA funding valuation. It will be reflected in the 1/1/2017 ERISA PPA funding valuation.

6. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination, reduced 7.2% for Landing Gear Plating, and 6.0% for Tullahoma for each year of payments before the participant's Normal Retirement Date to age 55, payable at age 60 with 10 years of service.

7. Disability Benefit

- a. Eligibility: Total disability after completing 10 years of service.
- b. Benefit: The accrued benefit based on Credited Service as of disability date, payable immediately.

8. Pre-retirement Death Benefit

- a. Eligibility: Death while eligible for normal, early, postponed, or vested termination retirement benefits, with a surviving spouse.
- b. Benefit: 50% of the monthly pension benefit as of the date of death, reduced for the 50% joint and survivor election and reduced to payment date, payable immediately.

9. Form of Payment

- a. Normal Form:
 - (i) Life annuity for unmarried participants
 - (ii) An actuarially reduced 50% joint and survivor annuity for married participants.
- b. Optional Forms:
 - (i) Life annuity for married participants
 - (ii) 100% joint and survivor annuity
 - (iii) 75% joint and survivor annuity
 - (iv) 50% joint and survivor annuity
 - (v) 10 year certain and continuous annuity

Actuarial equivalence for optional forms uses the 1983 Group Mortality Table for males with a one-year setback for participants and a five-year setback for beneficiaries, and an interest rate of 8%.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
Goodrich Aerospace
Aerostructures (Rohr)

1. Eligibility

- a. Eligible Employees: Employees of the UTAS-Goodrich business unit that are covered by a collective bargaining agreement that provides for participation in this plan.
- b. Participation Requirements: Date of becoming an eligible employee.

2. Accrued Benefit

- a. Formula: \$936 (\$996 effective January 1, 2018*) x years of Credited Service
- b. Definitions
 - (i) Continuous Service (service): One year each calendar year in which an employee completes 1,000 hours of service.
 - (ii) Credited Service: One-twelfth of a year for each 150 hours of service with a maximum of one year for each calendar year.
 - (iii) Hours of Service: Each hour for which the employee was directly or indirectly paid including vacation, sickness or disability; in addition, each hour for which back pay is awarded or agreed to.

3. Normal Retirement

- a. Date: Date on which a participant attains age 65.
- b. Benefit: The accrued benefit at retirement, payable monthly.

4. Early Retirement

- a. Eligibility: Retirement before Normal Retirement Date and on or after both attaining age 55 and completing 10 years of service.
- b. Benefit: The accrued benefit at retirement payable monthly, reduced for those participants with less than 30 full years of service, by 3/10% for each month of payment before Normal Retirement Date.

5. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: Accrued benefit determined at termination, reduced for those participants with 10 years of service but less than 30 years of service by 3/10% for each month of payment before the participant's Normal Retirement Date.

* This change is effective after the valuation date of 1/1/2016 and therefore, not reflected in the 1/1/2016 ERISA PPA funding valuation. It will be reflected in the 1/1/2018 ERISA PPA funding valuation.

6. Disability Benefit

- a. Eligibility: Disability status after completing 10 years of service before age 65.
- b. Benefit: Accrued benefit determined as of the date of disablement and without reduction before age 65. In addition, a \$250 per month supplement is payable until eligibility for Social Security benefits if not eligible for Social Security disability benefits.

7. Pre-retirement Death Benefit

- a. Eligibility: Death after completing five years of service.
- b. Benefit:
 - (i) If the participant is married, 50% of the monthly pension benefit as of the date of death, reduced for the 50% joint and survivor election and, if the participant had 10 years of vesting service prior to death, reduced for payment as early as the participant's 55th birthday.
 - (ii) If the participant is unmarried, accrued benefit as of the date of the participant's death reduced with plan early retirement factors for those participants who met retirement eligibility and actuarially reduced for those not yet retirement eligible. Benefit is converted to a 10 year certain and life annuity. Benefit is payable to a participant's estate for 10 years certain only.

8. Form of Payment

- a. Normal Form:
 - (i) Life annuity for unmarried participants
 - (ii) 50% joint and survivor annuity for married participants.
- b. Optional Forms:
 - (i) 75% joint and survivor annuity
 - (ii) 100% joint and survivor annuity
 - (iii) 10 year certain and continuous annuity
 - (iv) Level income annuity
 - (v) Lump sum payment for amounts less than \$5,000
 - (vi) Life annuity for married participants

Actuarial equivalence for optional forms other than lump sum is based on the 1984 Uniform Pension Mortality Table setback three years for beneficiaries and an interest rate of 6%.

Actuarial equivalence for lump sum is based on the 417(e) government mandated basis.

United Technologies Corporation
Represented Employee Retirement Plan (UTC Rep)
Goodrich Aerospace
Rome (Utica)

1. Eligibility

- a. Eligible Employees: The Plan covers employees of the UTC-Goodrich business unit covered by the Local 4831 collective bargaining agreement that provides for participation in this plan.
- b. Participation Requirements: Date of becoming an eligible employee.

2. Accrued Benefit

- a. Formula: \$600 (\$672 effective April 30, 2016* and \$720 effective April 30, 2019**) x years of Credited Service
- b. Definitions
 - (i) Continuous Service (service): Equal to the sum of (a) and (b) below:
 - (a) All years of vesting service earned under the prior plan as of the effective date, and
 - (b) On and after the effective date, one year of vesting service is recognized for each plan year in which the employee receives compensation for at least 1,000 hours.
 - (ii) Credited Service: Equal to the sum of (a) and (b) below:
 - (a) All years of benefit service under the prior plan as of the effective date, and
 - (b) On and after the effective date, one year of benefit service is granted for each plan year in which the employee has 1,700 or more compensated hours. If an Employee completes less than 1,700 hours of Credited Service but more than 142 hours of Credited Service in a plan year, one twelfth of a year of Credited Service is given for every 142 hours of service.

3. Normal Retirement

- a. Date: First of month coincident with or next following the attainment of age 65 with five years of service.
- b. Benefit: The accrued benefit at retirement, payable monthly.

4. Early Retirement

- a. Eligibility: Retirement before Normal Retirement Date and on or after both attaining age 60 and completing 10 years of service.
- b. Benefit: The accrued benefit at retirement payable monthly, reduced 5/9 of 1% for each month of payment before age 65.

5. Postponed Retirement

- a. Eligibility: Retirement after Normal Retirement Date.
- b. Benefit: The accrued benefit at retirement, payable monthly.

* This change was adopted and effective after the valuation date of 1/1/2016 and therefore, not reflected in the 1/1/2016 ERISA PPA funding valuation. It will be reflected in the 1/1/2017 ERISA PPA funding valuation.

** This change was adopted and effective after the valuation date of 1/1/2016 and therefore, not reflected in the 1/1/2016 ERISA PPA funding valuation. It will be reflected in the 1/1/2019 ERISA PPA funding valuation.

6. Special Age 65 Benefit

- a. Eligibility: Age 65 for all retired employees or surviving spouses. Participants who retired from deferred vested status are not eligible.
- b. Benefit: \$86.40 per year

7. Vested Termination

- a. Eligibility: Termination of employment after completing five years of service, but before becoming eligible for early, normal or postponed retirement.
- b. Benefit: The accrued benefit at termination payable at age 65. However, the employee may elect to commence benefits after reaching age 60 and before age 65, in which event his monthly benefit would be reduced as for early retirement.

8. Disability Benefit

- a. Eligibility: Totally and permanently disabled prior to reaching age 65, after at least ten years of Credited Service.
- b. Benefit: Accrued benefit determined as of disability date, payable on the first day of the month after at least 26 weeks have elapsed since disability began. In addition, a temporary benefit is payable in an amount equal to the benefit level in effect at disability for each year of benefit service at disability date (not to exceed 25 years). This temporary benefit shall not be payable for any month after the employee attains age 65 or becomes eligible for an unreduced Social Security benefit, whichever occurs first.

When a disabled retiree reaches age 65 or the qualifying age for an unreduced Social Security benefit, he shall thereafter receive a normal retirement pension and shall no longer be considered to be on disability retirement.

9. Pre-retirement Death Benefit

- a. Eligibility: Death while eligible for normal, early, postponed or vested termination retirement benefits having been married at least one year.
- b. Benefit: If an employee dies after attaining age 60 with ten years of Credited Service, his spouse receives the spouse benefit assuming the employee had retired early and elected the 50% joint and survivor option the day before his death. If an employee dies before age 60, the benefit is calculated as if the employee terminated his employment on his date of death, survived to his earliest retirement date and elected the 50% joint and survivor option. Benefit is not paid before employee would have been age 60.

10. Form of Payment

- a. Normal Form:
 - (i) Life annuity for unmarried participants
 - (ii) 50% joint and survivor annuity for married participants.
- b. Optional Forms:
 - (i) Life annuity for married participants
 - (ii) 50% joint and survivor annuity

Actuarial equivalence for optional forms uses 1994 GAM (75% male/25% female for participant mortality and 25% male/75% female for joint annuitant mortality), and an interest rate of 6%.

United Technologies Corporation
Represented Employee Retirement Plan
EIN: 06-0570975 PN: 010
Schedule SB, Part V—Summary of Plan Provisions

Plan	Changes	Effective Date
Rep:	IRC Section 401(a)(17) compensation limit remained the same at \$265,000.	01/01/2016
Aerospace	<p>P&W Florida division (GEB): monthly benefit level changed from \$37 (for earnings under \$38,000) to \$39 (For earnings under \$40,000); with increment in monthly benefit level for every additional \$1,000 in earnings.</p> <p>Maximum monthly benefit level changed from \$64 (for earnings \$64,000 and over) to \$71 (for earnings \$71,000 and over). In addition, employees hired after 1/31/2016 are ineligible to participate in the defined benefit pension plan.</p> <p>Hamilton Sundstrand Rockford division: monthly benefit lever changed from \$76.38 to \$75.81 (for over 30 years of service) and from \$51 to \$57 (for under 30 years of service). The supplemental monthly benefit changed from \$3,500 to \$3,800 (for over 30 years of service) and from a range of \$15-\$21 to a range of \$16-\$22 (for under 30 years of service).</p>	
Carrier B	Monthly benefit level increased from \$48 to \$51.	07/01/2015
Carrier Collierville	Monthly benefit level increased from \$44 to \$47. In addition, employees hired after 11/14/2015 are ineligible to participate in the defined benefit pension plan.	11/16/2015
Goodrich Wage	Aerostructures (ROHR) division: monthly benefit level increased from \$71 to \$78.	02/16/2015

Schedule SB, Line 24
Change in Actuarial Assumptions

The non-prescribed actuarial assumptions were reviewed and modified to reflect the enrolled actuary's best estimate of future plan experience. As a result, the following changes were made:

<i>Type of Assumption</i>	<i>Old Assumption</i>			<i>New Assumption</i>			<i>Justification</i>
Plan-related expenses added to target normal cost	0.2% of fair value of assets			0.35% of fair value of assets			To account for higher expected expenses to be paid from the trust
	Representative rates varying by age/service			Representative rates varying by age/service			
	Rep			All			
	Age	<5 yrs	≥5yrs	Age	<5 yrs	≥5yrs	
	25	16.78%	11.40%	25	12.04%	8.05%	
	40	11.46%	7.39%	40	8.23%	5.75%	
Rates of Termination	55	7.37%	4.46%	55	6.62%	3.23%	Assumptions were updated based on the results of an experience study conducted in 2015.
	Goodrich						
	Age	<1 yrs	<2yrs	<3yrs	<4yrs	<5yrs	≥5yrs
	25	50%	25%	20%	20%	15%	15.0%
	40	35%	25%	15%	15%	10%	7.5%
	55	15%	10%	10%	10%	10%	7.5%
	Rates varying by age			Rates varying by age			
		REP	Goodrich		All		
	Age	Rate	Rate	Age	Rate		
	60	10.0%	7.5%	60	6.0%		
	62	25.0%	15.0%	62	20.0%		
	65	100.0%	50.0%	65	60.0%		
Rates of Retirement	70	100.0%	50.0%	70	100.0%		Assumptions were updated based on the results of an experience study conducted in 2015.
	Collierville and ICP assume 100% retirement at age 65. Tyler assumes 100% retirement at earlier of age 63 and 25 years of service, or age 65.			BDP East assumes 75% retirement at age 55 with 30 years of service. Aerostructures assumes 75% retirement upon attainment of 30 year so service.			

United Technologies Corporation
 Represented Employee Retirement Plan
 EIN: 06-0570975 PN: 010
 Schedule SB, Line 24 – Change in Actuarial Assumptions

Form of Payment	5 year C&C annuity for pay-related formulas and Troy Wage. Life annuity for all other dollar per month formulas.	50% of participants are assumed to elect a life annuity, 25% elect a 50% CA, and 25% elect a 100% CA	Assumptions were updated based on the results of an experience study conducted in 2015.
Benefit Commencement for Terminated Vesteds	For Goodrich, 40% of those eligible for unreduced benefits at age 62 commence at age 62. Otherwise, commencement assumed at age 65.	Participants eligible for an unreduced benefit at age 62 are assumed to commence at age 62. All other participants are assumed to commence at age 65.	Assumptions were updated based on the results of an experience study conducted in 2015.