TransDigm Group INC Form 4 November 15, 2007

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

**OMB APPROVAL** OMB

Number: Expires:

3235-0287 January 31,

2005

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Leary John F

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(First)

TransDigm Group INC [TDG]

(Check all applicable)

(Last)

(Middle)

3. Date of Earliest Transaction

Director 10% Owner Other (specify \_X\_\_ Officer (give title

ADAMS RITE AEROSPACE

11/14/2007

(Month/Day/Year)

INC., 4141 NORTH PALM STREET

Pres., Adams Rite Aerospace

6. Individual or Joint/Group Filing(Check Applicable Line)

below)

(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

FULLERTON, CA 92835

(City)	(State) (	Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	11/14/2007		M	3,080	A	\$ 13.37	3,080	D	
Common Stock	11/14/2007		M	6,920	A	\$ 6.68	10,000	D	
Common Stock	11/14/2007		S	200	D	\$ 44.82	9,800	D	
Common Stock	11/14/2007		S	600	D	\$ 44.83	9,200	D	
Common Stock	11/14/2007		S	100	D	\$ 44.84	9,100	D	

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Common Stock	11/14/2007	S	100	D	\$ 44.86	9,000	D
Common Stock	11/14/2007	S	700	D	\$ 44.87	8,300	D
Common Stock	11/14/2007	S	100	D	\$ 44.88	8,200	D
Common Stock	11/14/2007	S	400	D	\$ 44.93	7,800	D
Common Stock	11/14/2007	S	200	D	\$ 44.94	7,600	D
Common Stock	11/14/2007	S	500	D	\$ 44.98	7,100	D
Common Stock	11/14/2007	S	800	D	\$ 45.06	6,300	D
Common Stock	11/14/2007	S	697	D	\$ 45.07	5,603	D
Common Stock	11/14/2007	S	100	D	\$ 45.08	5,503	D
Common Stock	11/14/2007	S	600	D	\$ 45.1	4,903	D
Common Stock	11/14/2007	S	600	D	\$ 45.11	4,303	D
Common Stock	11/14/2007	S	400	D	\$ 45.15	3,903	D
Common Stock	11/14/2007	S	303	D	\$ 45.16	3,600	D
Common Stock	11/14/2007	S	1,200	D	\$ 45.17	2,400	D
Common Stock	11/14/2007	S	400	D	\$ 45.18	2,000	D
Common Stock	11/14/2007	S	1,896	D	\$ 45.2	104	D
Common Stock	11/14/2007	S	2	D	\$ 45.22	102	D
Common Stock	11/14/2007	S	2	D	\$ 45.25	100	D
Common Stock	11/14/2007	S	100	D	\$ 45.3	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities	8. D S(I
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 13.37	11/14/2007		M	3,080	09/28/2005	01/01/2010	Common Stock	3,080	
Stock Option	\$ 6.68	11/14/2007		S	6,920	09/30/2004	08/05/2013	Common Stock	6,920	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships
reporting owner rame, radices	

Director 10% Owner Officer Other

Leary John F

ADAMS RITE AEROSPACE INC. 4141 NORTH PALM STREET

Pres., Adams Rite Aerospace

FULLERTON, CA 92835

## **Signatures**

Halle Fine Terrion as attorney-in-fact for John
Leary

11/15/2007

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

#### **Remarks:**

All transactions reported hereunder made pursuant to an established 10b5-1 plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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