FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden 0.5 hours per response:

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

Filed nursuant to Section 16(a) of the Securities Eychange Act of 1934

IIISU UCUOII	I I(U).		Filed pursuant to Section 10(a) of the Securities exchange Act of 193	04
	.,		or Section 30(h) of the Investment Company Act of 1940	-
	Address of Reporting W Nicholas	Person*	2. Issuer Name and Ticker or Trading Symbol TransDigm Group INC [TDG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify
1. Name and Addr Howley W I (Last)	(First) T NINTH STREET .0	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/02/2008	X Officer (give title Officer Shelow) Chief Executive Officer
			4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing (Check Applicable Line)
` '	ND OH	44114		X Form filed by One Reporting Person
CLE VELA	IND OIL	44114		Form filed by More than One Reporting

SUITE 3710	4. If Amendment, Da	ite of Or	iginal	Filed (Month/	r) (Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(Street) CLEVELAND OH 441 (City) (State) (Zip)										
Table I	- Non-Deriva	tive Securities /	Acaui	red.	Disposed	of. or	Benefic	ially Owned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date,	3. Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and		d (A) or	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	06/02/2008	3	S		14	D	\$42.937	75 4,277	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		28	D	\$42.94	5 4,249	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		42	D	\$43	4,207	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		14	D	\$43.33	3 4,193	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		14	D	\$43.34	4,179	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		98	D	\$43.39	4,081	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		5	D	\$43.41	4,076	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		14	D	\$43.412	4,062	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		14	D	\$43.41	5 4,048	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		9	D	\$43.43	3 4,039	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		14	D	\$43.43	5 4,025	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		14	D	\$43.437	75 4,011	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008	3	S		70	D	\$43.44	3,941	I	Bratenahl Investments, Ltd.

Ta	able I - Non-Derivativ	e Securities	Acqui	red,	Disposed	of, or	Beneficia	lly Owned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(,
Common Stock	06/02/2008		S		14	D	\$43.445	3,927	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		95	D	\$43.45	3,832	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		14	D	\$43.456	3,818	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		73	D	\$43.46	3,745	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		14	D	\$43.462	3,731	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		14	D	\$43.465	3,717	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		42	D	\$43.47	3,675	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		14	D	\$43.474	3,661	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		14	D	\$43.4775	3,647	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		168	D	\$43.48	3,479	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		14	D	\$43.482	3,465	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		42	D	\$43.4825	3,423	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		112	D	\$43.49	3,311	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		42	D	\$43.492	3,269	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		14	D	\$43.495	3,255	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		42	D	\$43.5	3,213	I	Bratenahl Investments, Ltd.
Common Stock	06/02/2008		S		70	D	\$43.51	3,143	I	Bratenahl Investments, Ltd.

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 Ta Date (Month/Day/Year)	Iffe TremBeriva Execution Date, if any (e.g., p (Month/Day/Year)	ifye S Transa Utsue(0 -8)	ecuri	iffedumedu if chite control in the chite control in		фнав sy/canvertibl		OF Bieneficiall Amount of Describitities) Underlying Derivative Security (Instr. 3 and 4)		y Crime et Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
											Amount or				
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transa 888 (ctjon Instr.	5. Nu of Deriv		6. Date Exercipation Date (Month Day)	isable and texpiration Date ear)	7. Title Amour Title Securi	Number t ^{Of} Shares ies	8. Price of Derivative Security	9. Number of derivative Securities	10. Ownership Form:	11. Nature of Indirect Beneficial
Explanation Birth at Denses: Remarks: Security		(Month/Day/Year)	8)		Secui Acqu (A) or Dispo	ired			Underl Derivat Securit and 4)		(Instr. 5)	Beneficially Owned Following Reported	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
All transactions reported hereunder made pursuant to an established 10							. 3, 4	Halle Fine Terrion as at					Transaction(s)	 Q	
1	l ·	r	class of securities	l	1 1		irectly	oந்ழுgirectly. Exercisable				ing Person	Ley Date	<u></u>	

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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