

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Stein Kevin M</u> <hr/> (Last) (First) (Middle) 1350 EUCLID AVE SUITE 1600 <hr/> (Street) CLEVELAND OH 44115 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TransDigm Group INC [TDG]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <p style="text-align: center;">President & CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/12/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
Rule 10b5-1(c) Transaction Indication <input checked="" type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/12/2024		M		10,000	A	\$270.88 ⁽¹⁾	18,158	I	Fortuna Trust dated June 1, 2018
Common Stock	06/12/2024		S		162	D	\$1,294.6765 ⁽²⁾	17,996	I	Fortuna Trust dated June 1, 2018
Common Stock	06/12/2024		S		449	D	\$1,295.8942 ⁽³⁾	17,547	I	Fortuna Trust dated June 1, 2018
Common Stock	06/12/2024		S		216	D	\$1,296.8963 ⁽⁴⁾	17,331	I	Fortuna Trust dated June 1, 2018
Common Stock	06/12/2024		S		406	D	\$1,297.8562 ⁽⁵⁾	16,925	I	Fortuna Trust dated June 1, 2018
Common Stock	06/12/2024		S		146	D	\$1,298.8879 ⁽⁶⁾	16,779	I	Fortuna Trust dated June 1, 2018
Common Stock	06/12/2024		S		79	D	\$1,300.3908 ⁽⁷⁾	16,700	I	Fortuna Trust dated June 1, 2018
Common Stock	06/12/2024		S		107	D	\$1,301.1484 ⁽⁸⁾	16,593	I	Fortuna Trust dated June 1, 2018

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)													
1. Title of Derivative Security (Stock, 3) Option	2. Conversion or Exercise Price of Security (\$270.88 ⁽¹⁾)	3. Transaction Date (Month/Day/Year) 06/12/2024	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8) M	V (Instr. 9)	(A) Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 10,000	Exercise Date (Month/Day/Year) 09/30/2018	Expiration Date (Month/Day/Year) 04/25/2028	Title and Amount of Securities Underlying (Common Stock) 10,000	8. Price of Derivative Security (Instr. 5) \$0.00	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) 183,500	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Ownership (Instr. 4) Fortuna Trust dated June 1, 2018 ⁽⁴⁾
Explanation of Responses:													
1. The exercise price has been adjusted for dividends declared since August 1, 2022.													
2. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,294.3700 - \$1,295.1300. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
3. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,295.4400 - \$1,296.3600. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
4. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,296.4800 - \$1,297.4000. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
5. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,297.5700 - \$1,298.5000. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
6. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,298.5700 - \$1,299.4900. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
7. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,299.8700 - \$1,300.8250. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
8. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,300.8750 - \$1,301.8000. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
9. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,302.3900 - \$1,303.0000. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
10. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,305.6900 - \$1,306.6050. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
11. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,306.8800 - \$1,307.7950. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
12. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,307.9150 - \$1,308.8400. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
13. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,308.9600 - \$1,309.8850. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
14. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,310.0000 - \$1,310.9900. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
15. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,311.0800 - \$1,312.0300. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
16. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,312.1550 - \$1,313.0300. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
17. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,313.1600 - \$1,314.1000. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
18. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,314.1950 - \$1,314.8700. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													
19. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,315.2350 - \$1,315.7300. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.													

/s/ Gabrielle Feuer as attorney-in-fact 06/13/2024

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

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

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.