

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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>Laubenthal Raymond F</u> (Last) (First) (Middle) TRANSDIGM GROUP INCORPORATED 1301 EAST 9TH STREET, SUITE 3000 (Street) CLEVELAND OH 44114 (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) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 05/20/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	05/20/2020		G	V	679	D	\$0.00	165,654	D	
Common Stock	05/20/2020		G	V	1,359	D	\$0.00	164,295	D	
Common Stock	05/20/2020		G	V	679	D	\$0.00	163,616	D	
Common Stock	05/20/2020		G	V	679	D	\$0.00	162,937	D	
Common Stock	05/20/2020		G	V	2,038	D	\$0.00	160,899	D	
Common Stock	05/20/2020		G	V	2,038	D	\$0.00	158,861	D	
Common Stock	05/20/2020		G	V	2,038	D	\$0.00	156,823	D	
Common Stock	05/20/2020		G	V	2,038	D	\$0.00	154,785	D	
Common Stock	05/20/2020		G	V	2,038	D	\$0.00	152,747	D	
Common Stock	05/20/2020		G	V	2,038	D	\$0.00	150,709	D	
Common Stock	05/21/2020		G	V	465	D	\$0.00	150,244	D	
Common Stock	05/21/2020		G	V	565	D	\$0.00	149,679	D	
Common Stock	05/21/2020		G	V	465	D	\$0.00	149,214	D	
Common Stock	05/21/2020		G	V	655	D	\$0.00	148,559	D	
Common Stock	05/21/2020		G	V	465	D	\$0.00	148,094	D	
Common Stock	05/22/2020		G	V	460	D	\$0.00	147,634	D	
Common Stock	05/22/2020		G	V	265	D	\$0.00	147,369	D	
Common Stock	05/22/2020		G	V	460	D	\$0.00	146,909	D	
Common Stock	05/22/2020		G	V	460	D	\$0.00	146,449	D	
Common Stock	05/22/2020		G	V	1,321	D	\$0.00	145,128	D	
Common Stock	05/20/2020		G	V	2,038	A	\$0.00	14,261	I	By trust fbo eldest son
Common Stock	05/20/2020		G	V	2,038	A	\$0.00	16,299	I	By trust fbo eldest son
Common Stock	05/20/2020		G	V	2,038	A	\$0.00	14,261	I	By trust fbo daughter
Common Stock	05/20/2020		G	V	2,038	A	\$0.00	16,299	I	By trust fbo daughter

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	05/20/2020		G	V	2,038	A	\$0.00	14,261	I	By trust fbo youngest son
Common Stock	05/20/2020		G	V	2,038	A	\$0.00	16,299	I	By trust fbo youngest son

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of 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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

Remarks:

[Halle Fine Terrion as attorney](#)
[in fact for Raymond](#) [05/22/2020](#)
[Laubenthal](#)

** 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.

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