

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

OMB APPROVAL

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|---|-----------------|----------|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person* SMALL ROBERT J | | | 2. Issuer Name and Ticker or Trading Symbol TransDigm Group INC [TDG] | | | 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) | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/11/2016 | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| C/O BERKSHIRE PARTNERS LLC 200 CLARENDON STREET, 35TH FLOOR | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) | BOSTON MA 02116 | | | | | | | |
| (City) | (State) | (Zip) | | | | | | |

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 | 02/11/2016 | | P | | 3,628 ⁽¹⁾ | A | \$185.5102 ⁽⁶⁾ | 2,499,019 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/11/2016 | | P | | 103 ⁽²⁾ | A | \$185.5102 ⁽⁶⁾ | 215,759 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/11/2016 | | P | | 24,087 ⁽¹⁾ | A | \$186.7174 ⁽⁷⁾ | 2,523,106 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/11/2016 | | P | | 681 ⁽²⁾ | A | \$186.7174 ⁽⁷⁾ | 216,440 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/11/2016 | | P | | 116,453 ⁽¹⁾ | A | \$187.4124 ⁽⁸⁾ | 2,639,559 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/11/2016 | | P | | 3,294 ⁽²⁾ | A | \$187.4124 ⁽⁸⁾ | 219,734 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/11/2016 | | P | | 18,418 ⁽¹⁾ | A | \$188.4749 ⁽⁹⁾ | 2,657,977 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/11/2016 | | P | | 521 ⁽²⁾ | A | \$188.4749 ⁽⁹⁾ | 220,255 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/11/2016 | | P | | 51,826 ⁽¹⁾ | A | \$189.5764 ⁽¹⁰⁾ | 2,709,803 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/11/2016 | | P | | 1,466 ⁽²⁾ | A | \$189.5764 ⁽¹⁰⁾ | 221,721 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/11/2016 | | P | | 28,712 ⁽¹⁾ | A | \$190.1633 ⁽¹¹⁾ | 2,738,515 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/11/2016 | | P | | 811 ⁽²⁾ | A | \$190.1633 ⁽¹¹⁾ | 222,532 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/12/2016 | | P | | 18,142 ⁽¹⁾ | A | \$191.355 ⁽¹²⁾ | 2,756,657 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |

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|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------------------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 02/12/2016 | | P | | 2,033 ⁽²⁾ | A | \$191.355 ⁽¹²⁾ | 224,565 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/12/2016 | | P | | 12,117 ⁽¹⁾ | A | \$192.0758 ⁽¹³⁾ | 2,768,774 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/12/2016 | | P | | 1,358 ⁽²⁾ | A | \$192.0758 ⁽¹³⁾ | 225,923 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/12/2016 | | P | | 4,947 ⁽¹⁾ | A | \$192.972 ⁽¹⁴⁾ | 2,773,721 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/12/2016 | | P | | 555 ⁽²⁾ | A | \$192.972 ⁽¹⁴⁾ | 226,478 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/12/2016 | | P | | 2,453 ⁽¹⁾ | A | \$193.9698 ⁽¹⁵⁾ | 2,776,174 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/12/2016 | | P | | 275 ⁽²⁾ | A | \$193.9698 ⁽¹⁵⁾ | 226,753 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/12/2016 | | P | | 140,022 ⁽¹⁾ | A | \$195.1754 ⁽¹⁶⁾ | 2,916,196 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/12/2016 | | P | | 15,696 ⁽²⁾ | A | \$195.1754 ⁽¹⁶⁾ | 242,449 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/12/2016 | | P | | 2,160 ⁽¹⁾ | A | \$195.7479 ⁽¹⁷⁾ | 2,918,356 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/12/2016 | | P | | 242 ⁽²⁾ | A | \$195.7479 ⁽¹⁷⁾ | 242,691 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/16/2016 | | P | | 4,342 ⁽¹⁾ | A | \$196.9648 ⁽¹⁸⁾ | 2,922,698 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/16/2016 | | P | | 2,239 ⁽²⁾ | A | \$196.9648 ⁽¹⁸⁾ | 244,930 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/16/2016 | | P | | 2,663 ⁽¹⁾ | A | \$197.4836 ⁽¹⁹⁾ | 2,925,361 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/16/2016 | | P | | 1,373 ⁽²⁾ | A | \$197.4836 ⁽¹⁹⁾ | 246,303 | I | By Stockbridge Partners LLC ⁽²⁾ |
| Common Stock | 02/16/2016 | | P | | 4,468 ⁽¹⁾ | A | \$198.9949 ⁽²⁰⁾ | 2,929,829 | I | By Berkshire Entities ⁽³⁾⁽⁴⁾⁽⁵⁾ |
| Common Stock | 02/16/2016 | | P | | 2,305 ⁽²⁾ | A | \$198.9949 ⁽²⁰⁾ | 248,608 | I | By Stockbridge Partners LLC ⁽²⁾ |

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

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