SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 OMB Number: 3235-0287 Estimated average burden

hours per response:	0.5
Estimated average burden	

I. Nume and Address of Reporting reison			2. Issuer Name and Ticker or Trading Symbol <u>TransDigm Group INC</u> [TDG]	(Check	tionship of Reporting Person all applicable) Director Officer (give title	n(s) to Issuer 10% Owner Other (specify
(Last) 1301 EAST NIN SUITE 3710		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/01/2007	Х	below) Chief Executive C	below)
(Street) CLEVELAND (City)	OH (State)	44114 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Form filed by One Report Form filed by More than C Person	ing Person

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 Disposed Of 5)	Acquired (D) (Insti	I (A) or . 3, 4 and	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)		(1150.4)
Common Stock	10/01/2007		S		1	D	\$46.06	10,817	I	The Howley Family Foundation
Common Stock	10/01/2007		S		6	D	\$46.07	10,811	I	The Howley Family Foundation
Common Stock	10/01/2007		s		3	D	\$46.08	10,808	I	The Howley Family Foundation
Common Stock	10/01/2007		s		5	D	\$46.09	10,803	I	The Howley Family Foundation
Common Stock	10/01/2007		s		1	D	\$46.1	10,802	I	The Howley Family Foundation
Common Stock	10/01/2007		s		2	D	\$46.11	10,800	I	The Howley Family Foundation
Common Stock	10/01/2007		s		5	D	\$46.12	10,795	I	The Howley Family Foundation
Common Stock	10/01/2007		s		3	D	\$46.13	10,792	I	The Howley Family Foundation
Common Stock	10/01/2007		s		10	D	\$46.14	10,782	I	The Howley Family Foundation
Common Stock	10/01/2007		s		11	D	\$46.15	10,771	I	The Howley Family Foundation
Common Stock	10/01/2007		s		12	D	\$46.16	10,759	I	The Howley Family Foundation
Common Stock	10/01/2007		s		12	D	\$46.17	10,747	I	The Howley Family Foundation
Common Stock	10/01/2007		S		1	D	\$46.175	10,746	I	The Howley Family Foundation

Table I -	Non-Derivativ	e Securities A	cquire	ed, C	Disposed of	of, or E	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)	action (Instr.	4. Securities Disposed Of 5)	Acquired (D) (Insti	d (A) or 7. 3, 4 and	5. Amount of Securities Beneficially Owned Follow Reported	Form: Di (D) or Inc	rect Ind lirect Be 4) Ov	Nature of lirect neficial /nership str. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s (Instr. 3 and 4			5u. 4)
Common Stock	10/01/2007		s		12	D	\$46.18	10,734	I	Fa	ne Howley mily pundation
Common Stock	10/01/2007		s		1	D	\$46.185	10,733	I	Fa	ne Howley mily oundation
Common Stock	10/01/2007		S		10	D	\$46.19	10,723	I	Fa	ne Howley mily oundation
Common Stock	10/01/2007		S		8	D	\$46.2	10,715	I	Fa	ne Howley mily oundation
Common Stock	10/01/2007		s		6	D	\$46.22	10,709	I	Fa	ne Howley mily oundation
Common Stock	10/01/2007		S		1	D	\$46.23	10,708	I	Fa	ne Howley mily oundation
Common Stock	10/01/2007		S		17	D	\$46.24	10,691	I	Fa	ne Howley mily oundation
Common Stock	10/01/2007		s		1	D	\$46.245	10,690	I	Fa	ne Howley mily oundation
Common Stock	10/01/2007		S		9	D	\$46.25	10,681	I	Fa	ne Howley mily oundation
Common Stock	10/01/2007		s		5	D	\$46.27	10,676	I	Fa	ne Howley mily pundation
Common Stock	10/01/2007		s		1	D	\$46.42	10,675	I	Fa	ne Howley mily pundation
Common Stock	10/01/2007		s		4	D	\$46.51	10,671	I	Fa	ne Howley mily pundation
Common Stock	10/01/2007		М		4,352	A	\$0.79	4,352	I	I Bratenahl Ltd.	
Common Stock	10/01/2007		s		2	D	\$45.3	4,350	I	Bratenah	
Common Stock	10/01/2007		s		67	D	\$45.35	4,283	I	Bratena	
Common Stock	10/01/2007	D1/2007 S 85 D \$ 45.36		4,198	4,198 I		atenahl vestments, d.				
Table		Securities Act calls, warrant						y Owned			
Derivative Conversion Date Executive or Exercise (Month/Day/Year) if any	eremed tion Date, n/Day/Year)	5. Number action of		e Exer	cisable and ate	7. Title a Amount Securitie Underly	nd of es ing ve Security	Derivative c Security S (Instr. 5) E F F	derivative Securities Beneficially Dwned	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	able II - Deriv (e.g., 3A. Deemed Execution Date, if any (Month/Day/Year)		calls v	6A)N of Deri Seci Acq (A) o Disp of (E	vative urities uired or oosed o) ar. 3, 4	Juired, Dis s, options Date ExOptisEbler Expiration Da (Month/Day/W	CONVERT		g Security	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	Title	Amount or Number of Shares				
Stock Option	\$0.79	10/01/2007		М			4,352	07/22/2003	01/01/2010	Common Stock	4,352	\$0.79	54,711	I	Bratenahl Investments, Ltd.

Explanation of Responses:

Remarks:

All sales made pursuant to a 10b5-1 plan.

Halle Fine Terrion as attorney-10/02/2007

in-fact for W. Nicholas Howley 10/02/

** Signature of Reporting Person Date

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

 \ast 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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