FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB ADDDOVAL

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

			of Section So(ii) of the investment Company Act of 1940	
1. Name and Address Rufus Gregor		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 X Officer (give title Other (specify
(Last) TRANSDIGM (1301 EAST 9TH			3. Date of Earliest Transaction (Month/Day/Year) 06/09/2008	below) below) Exec. VP, CFO and Secretary
(Street) CLEVELAND (City)	OH (State)	44114 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
		Table I Non De	orivetive Convities Assuired Disposed of or Bon	oficially Owned

(Street) CLEVELAND OH	44114						X	Form filed by One Form filed by Mo Person		
(City) (State)	(Zip)									
1. Title of Security (Instr. 3)	Table I - Non-Derivative	2A. Deemed	uired,	, Dis	posed of, 4. Securities			Owned 5. Amount of	6. Ownership	7. Nature
1. The of Security (instit. 3)	Date (Month/Day/Yea	Execution Date,	Transaction Code (Instr. 8)					Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	06/09/2008	3	M		5,000	A	\$6.68	5,000	D	
Common Stock	06/09/2008	3	S		100	D	\$37.29	4,900	D	
Common Stock	06/09/2008	3	S		100	D	\$37.51	4,800	D	
Common Stock	06/09/2008	3	S		200	D	\$37.6	4,600	D	
Common Stock	06/09/2008	3	S		200	D	\$37.61	4,400	D	
Common Stock	06/09/2008		S		200	D	\$37.62	4,200	D	
Common Stock	06/09/2008	3	S		100	D	\$37.717	4,100	D	
Common Stock	06/09/2008	3	S		200	D	\$37.75	3,900	D	
Common Stock	06/09/2008	3	S		100	D	\$37.76	3,800	D	
Common Stock	06/09/2008	3	S		300	D	\$37.79	3,500	D	
Common Stock	06/09/2008	3	S		100	D	\$38.07	3,400	D	
Common Stock	06/09/2008	3	S		100	D	\$38.13	3,300	D	
Common Stock	06/09/2008	3	S		100	D	\$38.2	3,200	D	
Common Stock	06/09/2008	3	S		100	D	\$38.28	3,100	D	
Common Stock	06/09/2008	3	S		500	D	\$38.3	2,600	D	
Common Stock	06/09/2008	3	S		200	D	\$38.32	2,400	D	
Common Stock	06/09/2008	3	S		200	D	\$38.33	2,200	D	
Common Stock	06/09/2008	3	S		200	D	\$38.35	2,000	D	
Common Stock	06/09/2008	3	S		100	D	\$38.36	1,900	D	
Common Stock	06/09/2008	3	S		100	D	\$38.44	1,800	D	
Common Stock	06/09/2008	3	S		200	D	\$38.5	1,600	D	
Common Stock	06/09/2008		S		100	D	\$38.504	1,500	D	
Common Stock	06/09/2008		S		200	D	\$38.53	1,300	D	
Common Stock	06/09/2008		S		100	D	\$38.54	1,200	D	
Common Stock	06/09/2008	3	S		100	D	\$38.55	1,100	D	
Common Stock	06/09/2008	3	S		100	D	\$38.57	1,000	D	
Common Stock	06/09/2008	3	S		100	D	\$38.58	900	D	
Common Stock	06/09/2008		S		100	D	\$38.61	800	D	
Common Stock	06/09/2008		S		100	D	\$38.64	700	D	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
1. Title of	Security (Ins	tr. 3)	2. Trans Date (Month)	Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year	Code (Instr.		4. Securities Acquired Disposed Of (D) (Instr.			5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indired Beneficia Ownersh (Instr. 4)
						Code	v	Amount	(A) or (D)	Price	Transac (Instr. 3	tion(s)		(111501.4)
Common	Stock		06/0	9/2008		S		100	D	\$38.67	ϵ	500	D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Date,	4. Transaction		6. Date E Expiratio	n Date	A	. Title and mount of		B. Price of Derivative	9. Number	Owners	11. Na of Indi

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. Transa Code (8)		of Deri Sec Acq (A) o Disp of (I	osed D) tr. 3, 4	6. Date Exerc Expiration Da (Month/Day/\)	ate	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 an	f g Security	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	Title	Amount or Number of Shares				
Stock Option	\$6.68	06/09/2008		M			5,000	09/30/2004	08/05/2013	Common Stock	5,000	\$6.68	125,584	D	

Explanation of Responses:

Remarks:

All transactions reported hereunder made pursuant to an established 10b5-1 plan.

Halle Fine Terrion as attorney 06/09/2008 in fact for Gregory Rufus

** Signature of Reporting Person

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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