

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

1. Name and Address of Reporting Person* <u>Skurka Howard</u>			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) <u>President, Skurka Aerospace</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>10/04/2006</u>					
SKURKA AEROSPACE INC. 4600 CALLE BOLERO, P.O. BOX 2869			4. If Amendment, Date of Original Filed (Month/Day/Year)			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		
(Street)	(City)	(State)						
CAMARILLO	CA		93011					

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	10/04/2006		M		2,910	A	\$8.52	2,910	D	
Common Stock	10/04/2006 ⁽¹⁾		S		100	D	\$23.51	2,810	D	
Common Stock	10/04/2006 ⁽¹⁾		S		100	D	\$23.52	2,710	D	
Common Stock	10/04/2006 ⁽¹⁾		S		100	D	\$23.54	2,610	D	
Common Stock	10/04/2006 ⁽¹⁾		S		200	D	\$23.55	2,410	D	
Common Stock	10/04/2006 ⁽¹⁾		S		100	D	\$23.57	2,310	D	
Common Stock	10/04/2006 ⁽¹⁾		S		110	D	\$23.6	2,200	D	
Common Stock	10/04/2006 ⁽¹⁾		S		500	D	\$23.63	1,700	D	
Common Stock	10/04/2006 ⁽¹⁾		S		300	D	\$23.68	1,400	D	
Common Stock	10/04/2006 ⁽¹⁾		S		500	D	\$23.7	900	D	
Common Stock	10/04/2006 ⁽¹⁾		S		100	D	\$23.72	800	D	
Common Stock	10/04/2006 ⁽¹⁾		S		200	D	\$23.75	600	D	
Common Stock	10/04/2006 ⁽¹⁾		S		200	D	\$23.77	400	D	
Common Stock	10/04/2006 ⁽¹⁾		S		300	D	\$23.81	100	D	
Common Stock	10/04/2006 ⁽¹⁾		S		100	D	\$23.86	0	D	

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					
Stock Options	\$8.52	10/04/2006		M			2,910	09/30/2005	12/31/2014	Common Stock	\$0	68,898	D	

Explanation of Responses:

1. Sale made pursuant to 10b5-1 plan.

Remarks:

/s/ Halle Terrion, Attorney-in-fact for Howard Skurka 10/10/2006

** Signature of Reporting Person Date

* 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.