

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001352573
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer TransDigm Group INC
SEC File Number 001-32833
Address of Issuer 1301 EAST 9TH STREET
SUITE 3000
CLEVELAND
OHIO
44114

Phone 216 706 2960
Name of Person for Whose Account the Securities are To Be Sold Howley W Nicholas

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Officer

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common	Stifel Investment One Financial Plaza 501 North Broadway Saint Louis MO 63102	68595	79502290.00	55314104	02/21/2024	NYSE

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition	Name of Person from	Is this	Date Donor	Amount of Securities	Date of Payment	Nature of Payment *
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Transaction	Whom Acquired	a Gift?	Acquired	Acquired
Stock Option	11/06/2015 option exercise	Issuer	<input type="checkbox"/>	123517 02/21/2024 Cash

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
Howley W Nicholas 1301 EAST 9TH STREET SUITE 3000 CLEVELAND, OH 44114	Common	12/13/2023	1821	1848343.00
Howley W Nicholas 1301 EAST 9TH STREET SUITE 3000 CLEVELAND OH 44114	Common	12/15/2023	6296	6214617.00
Howley W Nicholas 1301 EAST 9TH STREET SUITE 3000 CLEVELAND OH 44114	Common	12/29/2023	23653	24007818.00
Howley W Nicholas 1301 EAST 9TH STREET SUITE 3000 CLEVELAND OH 44114	Common	01/10/2024	38863	39448004.00
Howley W Nicholas 1301 EAST 9TH STREET SUITE 3000 CLEVELAND OH 44114	Common	01/11/2024	14087	14298305.00
Howley W Nicholas 1301 EAST 9TH STREET SUITE 3000 CLEVELAND OH 44114	Common	01/16/2024	3530	3608612.00
Howley W Nicholas 1301 EAST 9TH STREET SUITE 3000 CLEVELAND, OH 44114	Common	02/15/2024	3530	4028529.00
Howley W Nicholas 1301 EAST 9TH STREET SUITE 3000 CLEVELAND OH 44114	Common	02/16/2024	1994	2323010.00

144: Remarks and Signature

Remarks

Date of Notice 02/21/2024

Date of Plan Adoption or Giving of Instruction, If Relying on Rule 10b5-1 08/11/2022

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice

that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

/s/ Dominick Iadicicco, as a duly authorized representative of STIFEL, as
attorney-in-fact for Nicholas W Howley

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)