

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 0001505183
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 Stockbridge Partners LLC
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 May be deemed affiliate.

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 Stock	Glen Eagle Wealth, LLC 4428-C Route 27 Kingston NJ 08528	300000	356220000.00	55606261	02/27/2024	NYSE
Common Stock	Goldman, Sachs & Co. 200 West Street New York NY 10282-2198	300000	356220000.00	55606261	02/27/2024	NYSE
Common Stock	Merrill Lynch, Pierce, Fenner & Smith Incorporated 4 World Center 250 Vesey Street New York NY 10080	300000	356220000.00	55606261	02/27/2024	NYSE
Common Stock	Morgan Stanley & Co. LLC	300000	356220000.00	55606261	02/27/2024	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 Transaction	Name of Person from Whom Acquired	Is this a Gift?	Date Donor Acquired	Amount of Securities Acquired	Date of Payment	Nature of Payment *
Common Stock	04/25/2007	Open market purchases	Open market purchases	<input type="checkbox"/>		300000	04/25/2007	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
Stockbridge Partners LLC 200 CLARENDON STREET 35TH FLOOR BOSTON MA 02116	Common Stock	12/12/2023	18522	18482983.41
Robert J. Small 200 CLARENDON STREET 35TH FLOOR BOSTON MA 02116	Common Stock	02/15/2024	4478	5176456.01

144: Remarks and Signature

Remarks Stockbridge Partners LLC is deemed to be the beneficial owner of the Common Stock held through a separate managed account and through Stockbridge Fund, L.P. Regarding the "Securities To Be Sold" Table, the dates of acquisition and payment of the Common Stock varied, commencing on the date reported in the Table. StockbridgePartners LLC is signing this form on behalf of the separate managed account and Stockbridge Fund, L.P. The 300,000 shares being sold will be allocated between one or more of the brokers listed above.

Date of Notice 02/27/2024

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 STOCKBRIDGE PARTNERS LLC, By: BPSP, L.P., its Managing Member, By: Berkshire Partners Holdings LLC, its General Partner, Kenneth S. Bring, its M.D.

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