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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

| 1. Nume and Address of Reporting Ferson |         |                           | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>TransDigm Group INC</u> [ TDG ] |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                       |  |  |  |
|---|---------|---------------------------|--|---|--|-----------------------|--|--|--|
| Dunn Mervin                             |         |                           |  | X   | Director   | 10% Owner             |  |  |  |
| (Last)<br>MERV DUI                      | (First) | (Middle) ENT & CONSULTING | 3. Date of Earliest Transaction (Month/Day/Year)<br>03/15/2018                           |   | Officer (give title below)   | Other (specify below) |  |  |  |
| 22761 PACIFIC COAST HIGHWAY, SUITE 104  |         |                           |  |   |  |                       |  |  |  |
|   |         |                           | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                 | 6. Individual or Joint/Group Filing (Check Appli<br>Line) |  |                       |  |  |  |
| (Street)                                |         |                           |  | X   | Form filed by One Re   | porting Person        |  |  |  |
| MALIBU                                  | CA      | 90265                     |  |   | Form filed by More th<br>Person  | an One Reporting      |  |  |  |
| (City)                                  | (State) | (Zip)                     |  |   |  |                       |  |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   |        |               |                      | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|-----------------------------|---|--------|---------------|----------------------|---|---|---|
|                                 |  |   | Code                        | v | Amount | (A) or<br>(D) | Price                | Transaction(s)<br>(Instr. 3 and 4)  |   | (11311 4)   |
| Common Stock                    | 03/15/2018                                 |   | A                           |   | 101    | Α             | \$296 <sup>(1)</sup> | 2,468   | D   |   |

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of I |     | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------------------------------|---|------|-----|--|---|-------|---|--|--|--|--|
|   |   |  |   | Code                         | v | (A)  | (D) | Date<br>Exercisable                            | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

Explanation of Responses:

1. Receipt of stock in lieu of payment of semi-annual director fee, based on fair market value in accordance with the Director Share Plan.

Remarks:

Halle Fine Terrion as attorney ( in fact for Mervin Dunn

03/16/2018

\*\* 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.

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.