FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name ar Reiss J	2. Issuer Name and Ticker or Trading Symbol TransDigm Group INC [TDG]							Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner							
(Last) 1350 EU	(First) (Middle) EUCLID AVE			3. Date of Earliest Transaction (Month/Day/Year) 07/15/2024							below	,	Other (s below) rating Officer	` '	
SUITE 1600				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) CLEVELAND OH 44115										Form	Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	ity) (State) (Zip)			Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.											
		Tab	le I - Non-Deriv	ative Sec	urities	Acqu	ired	, Dispose	d of, o	or Beneficial	ly Owne	d			
Date			2. Transaction Date (Month/Day/Yea	2A. Deem Execution if any (Month/D	n Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Of (D) (Instr. 3, 4 and 5)			Securi Benefi Owned	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
						Code	v	Amount	(A) or (D)	Price		ted action(s) 3 and 4)		(Instr. 4)	
Common	Stock		07/15/2024			М		3,000	A	\$226.34	6	5,600	D		
Common Stock			07/15/2024			S		208	D	\$1,234.2376	5(1) 6	5,392	D		
Common Stock			07/15/2024			S		112	D	\$1,235.0946	5(2)	5,280	D		
Common Stock			07/15/2024			S		235	D	\$1,236.6706	5(3)	5,045	D		
Common Stock			07/15/2024			S		373	D	\$1,237.9712	2(4) 5	5,672	D		
Common Stock			07/15/2024			S		120	D	\$1,238.8733	5(5)	5,552	D		
Common Stock			07/15/2024			S		263	D	\$1,241.0142	2(6) 5	5,289	D		
Common Stock			07/15/2024			S		319	D	\$1,242.3741	.(7) 4	1,970	D		
Common Stock			07/15/2024			S		151	D	\$1,243.2391	(8) 4	1,819	D		
Common Stock			07/15/2024			S		571	D	\$1,244.4386	5 ⁽⁹⁾ 4	1,248	D		
Common Stock 07/			07/15/2024			S		304	D	\$1,245.6528	(10) 3	3,944	D		
Common Stock 07/15/2024					S		248	D	\$1,246.6816	(11) 3	3,696	D			
Common Stock 07/15/2024					S		96	D	\$1,248.1942	(12) 3	3,600	D			
		Т	able II - Derivat (e.g., p							Beneficially securities)	Owned				
1. Title of Derivative Security (Instr. 3)	tive Conversion Date Executy or Exercise (Month/Day/Year) if any		Execution Date, if any	1. Fransaction Code (Instr. 3)	5. Number of		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershij (Instr. 4)	

Explanation of Responses:

Option

\$226.34

07/15/2024

1. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,233.8800 - \$1,234.7200. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.

Date Exercisable

09/30/2016

Code ν

M

(A) (D)

3,000

Expiration Date

11/06/2025

Title

Amount or Number

Shares

3,000

\$0

27,300

D

- 2. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,234.9500 \$1,235.2200. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 3. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,236.4100 \$1,237.1200. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 4. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,237.4900 \$1,238.4100. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 5. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,238.8000 \$1,239.0000. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price
- 6. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,240.6300 \$1,241.5400. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 7. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,242.0000 \$1,242.8400. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price

- 8. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,242.9950 \$1,243.4800. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 9. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,244.350 \$1,244.8800. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 10. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,245.1700 \$1,246.0100. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 11. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,246.1700 \$1,246.9500. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- 12. Price reported constitutes the average weighted price of shares sold. Shares were sold at varying prices in the range of \$1,247.8300 \$1,248.2900. The reporting person hereby undertakes, upon request of the Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.

/s/ Gabrielle Feuer as attorneyin-fact

** Signature of Reporting Person Date

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.

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.