

TransDigm Group INC
 Form 3
 October 21, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Jones Roger
 (Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
 10/12/2015

3. Issuer Name and Ticker or Trading Symbol
 TransDigm Group INC [TDG]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

TRANSDIGM GROUP
 INCORPORATED,Â 1301 E.
 9TH ST., SUITE 3000

(Street)

CLEVELAND,Â OHÂ 44114

(City) (State) (Zip)

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
 (Instr. 4)

2. Amount of Securities Beneficially Owned
 (Instr. 4)

3. Ownership Form:
 Direct (D)
 or Indirect (I)
 (Instr. 5)

4. Nature of Indirect Beneficial Ownership
 (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
 (Instr. 4)

2. Date Exercisable and Expiration Date
 (Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
 (Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership
 (Instr. 5)

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				Shares		or Indirect (I) (Instr. 5)	
Stock Option	09/30/2007	12/01/2016	Common Stock	6,000	\$ 25.6	D	^
Stock Option	12/01/2007	12/01/2016	Common Stock	1,500	\$ 25.6	D	^
Stock Option	09/30/2010	11/16/2019	Common Stock	30,000	\$ 41.79	D	^
Stock Option	09/30/2009	11/17/2018	Common Stock	30,000	\$ 27.08	D	^
Stock Option	09/30/2012	11/14/2021	Common Stock	13,000	\$ 97.42	D	^
Stock Option	09/30/2017	11/15/2023	Common Stock	9,300 ⁽¹⁾	\$ 148.45	D	^

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jones Roger TRANSDIGM GROUP INCORPORATED 1301 E. 9TH ST., SUITE 3000 CLEVELAND, OH 44114	^	^	^ Executive Vice President	^

Signatures

Halle Fine Terrion as attorney in fact for Roger Jones

10/21/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) Vest based on the achievement of annual per share operating performance targets between fiscal 2017 and fiscal 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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