

TransDigm Group INC
Form 4
June 19, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 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 *
Leary John F

(Last) (First) (Middle)

C/O HARTWELL CORPORATION, 900 RICHFIELD RD

(Street)

PLACENTIA, CA 92870

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
06/17/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (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 Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 06/17/2013 | | M | | 10,000 | A | \$ 6.68 |
| | | | | | 10,000 | I | |
| | | | | | | | John F. Leary, Trustee of the Irrevocable Leary Family Trust dated 12/20/12 |
| Common Stock | 06/17/2013 | | S | | 10,000 | D | \$ 153 0 |
| | | | | | | I | John F. Leary, |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------|--------|---|---|
| Common Stock | 06/18/2013 | M | 15,000 | A | \$ 6.68 | 15,000 | I | Trustee of the Irrevocable Leary Family Trust dated 12/20/12 John F. Leary, Trustee of the Irrevocable Leary Family Trust dated 12/20/12 |
| Common Stock | 06/18/2013 | S | 15,000 | D | \$ 159.8 | 0 | I | John F. Leary, Trustee of the Irrevocable Leary Family Trust dated 12/20/12 |
| Common Stock | 06/18/2013 | M | 5,641 | A | \$ 6.68 | 5,641 | I | John F. Leary, Trustee of the Irrevocable Leary Family Trust dated 12/20/12 |
| Common Stock | 06/18/2013 | S | 5,641 | D | \$ 160 | 0 | I | John F. Leary, Trustee of the Irrevocable Leary Family Trust dated 12/20/12 |
| Common Stock | 06/18/2013 | M | 748 | A | \$ 13.37 | 748 | D | |
| Common Stock | 06/18/2013 | M | 16,919 | A | \$ 6.68 | 17,667 | D | |

