

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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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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Last) (First) (Middle)
C/O HARTWELL CORPORATION, 900 RICHFIELD RD
(Street)

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

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

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

PLACENTIA, CA 92870

(City) (State) (Zip)

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	

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Common Stock 06/18/2013 S 17,667 D \$ 160 0 D

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

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.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 6.68	06/18/2013		M	8,664	09/30/2004 08/05/2013	Common Stock 8,664
Stock Option	\$ 6.68	06/18/2013		M	8,255	08/05/2003 08/05/2013	Common Stock 8,255
Stock Option	\$ 13.37	06/18/2013		M	748	09/28/2005 08/05/2013	Common Stock 748
Stock Option	\$ 6.68	06/17/2013		M	10,000	08/05/2003 08/05/2013	Common Stock 10,000
Stock Option	\$ 6.68	06/18/2013		M	15,000	08/05/2003 08/05/2013	Common Stock 15,000
	\$ 6.68	06/18/2013		M	5,641	08/05/2003 08/05/2013	5,641

