

Howley W Nicholas
Form 4
February 04, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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).

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 *
Howley W Nicholas

(Last) (First) (Middle)
1301 EAST NINTH STREET, SUITE 3710
(Street)

CLEVELAND, OH 44114

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/01/2008

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)
Chief Executive Officer

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 (D) Price			
Common Stock	02/01/2008		S	14 D \$ 42.804	826	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008		S	14 D \$ 42.828	812	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008		S	14 D \$ 42.836	798	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008		S	14 D \$ 42.837	784	I	Bratenahl Investments,

Edgar Filing: Howley W Nicholas - Form 4

Common Stock	02/01/2008	S	56	D	\$ 42.84	728	I	Ltd. Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	28	D	\$ 42.842	700	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 42.86	686	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	28	D	\$ 42.87	658	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 42.884	644	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 42.9	630	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	42	D	\$ 42.91	588	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 42.945	574	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	42	D	\$ 42.95	532	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 42.952	518	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 42.96	504	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 42.964	490	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 42.975	476	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 42.98	462	I	Bratenahl Investments, Ltd.

Edgar Filing: Howley W Nicholas - Form 4

Common Stock	02/01/2008	S	28	D	\$ 43	434	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 43.025	420	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 43.034	406	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 43.036	392	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 43.04	378	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 43.041	364	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 43.063	350	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	84	D	\$ 43.065	266	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 43.082	252	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 43.084	238	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	28	D	\$ 43.094	210	I	Bratenahl Investments, Ltd.
Common Stock	02/01/2008	S	14	D	\$ 43.1	196	I	Bratenahl Investments, Ltd.

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.

SEC 1474
(9-02)

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

