ROCKWELL COLLINS INC

Form 3 May 09, 2006

FORM 3

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

OMB APPROVAL

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SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ROCKWELL COLLINS INC [COL] MOORE JEFFREY A (Month/Day/Year) 04/27/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) M/S 108-174, 400 COLLINS (Check all applicable) **ROAD NE** (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer _Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting Sr VP, Operations Person **CEDAR** Form filed by More than One RAPIDS, IAÂ 52498-0001 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock I By Savings Plan (1) 4,343.526 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		(Instr. 4)	Price of	Derivative	
		Title	Derivative	Security:	
			Committee	Dimagt (D)	

Security

Direct (D)

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

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy) (2)	(3)	10/04/2009	Common Stock	2,576	\$ 32.613	D	Â
Employee Stock Option (Right to Buy) (2)	(3)	07/05/2011	Common Stock	4,000	\$ 22.35	D	Â
Employee Stock Option (Right to Buy) (2)	(3)	09/11/2012	Common Stock	5,200	\$ 20.97	D	Â
Employee Stock Option (Right to Buy) (2)	(3)	12/11/2012	Common Stock	2,800	\$ 21.57	D	Â
Employee Stock Option (Right to Buy) (2)	(4)	11/06/2013	Common Stock	8,000	\$ 27.97	D	Â
Employee Stock Option (Right to Buy) (2)	(5)	11/02/2014	Common Stock	6,100	\$ 36.55	D	Â
Employee Stock Option (Right to Buy) (2)	(6)	11/17/2015	Common Stock	3,250	\$ 44.85	D	Â
Employee Stock Option (Right to Buy) (2)	(7)	04/26/2016	Common Stock	4,900	\$ 58.45	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
MOORE JEFFREY A M/S 108-174 400 COLLINS ROAD NE CEDAR RAPIDS. JA 52498-0001	Â	Â	Sr VP, Operations	Â	

Signatures

Jeffrey A.

Moore

**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) Shares represented by Company stock fund units under the Rockwell Collins, Inc. 2001 qualified savings plan, including shares acquired on a periodic basis pursuant to the Plan, based on information furnished by the Plan Administrator as of April 3, 2006.
- (2) Stock options granted under the Company's stock based plans.
- (3) The options vested in three substantially equal annual installments and are currently exercisable.
- (4) 5,333 shares are currently exercisable; 2,667 shares become exercisable on November 6, 2006.

(5)

Reporting Owners 2

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2,033 shares are currently exercisable; 2,033 shares become exercisable on November 2, 2006; 2,034 shares become exercisable on November 2, 2007.

- (6) The options vest in three substantially equal annual installments beginning 11/17/2006.
- (7) The options vest in three substantially equal annual installments beginning 4/26/2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.