ROCKWELL COLLINS INC

Form 4

Common

Common

Stock

Stock

September 25, 2007

september 2	3, 2007									
FORM	4 UNITED	STATES					ANGE CO	OMMISSION	OMB	PROVAL 3235-0287
Check th	is hox		Wa	shington	, D.C. 20)549			Number:	
if no long	ger		CILAN	ICEC IN	DENIER	TOT		EDCHID OF	Expires:	January 31, 2005
Section 1 Form 4 c	subject to Section 16. Form 4 or						EKSHIP OF	Estimated a burden hour response		
Form 5 obligatio may con See Instr 1(b).	ns Section 170	(a) of the	Public U		ding Cor	mpan	y Act of	Act of 1934, 1935 or Section		
(Print or Type l	Responses)									
1. Name and A	Address of Reporting	Person *	Symbol	er Name and			5	5. Relationship of I Issuer	Reporting Pers	on(s) to
			ROCK	WELL CO	OLLINS	INC	[COL]	(Check	all applicable)
(Last)		Middle)	3. Date of Earliest Transaction (Month/Day/Year)				Director Officer (give t		Owner r (specify	
M/S 124-22 NE	23, 400 COLLINS	S ROAD	09/24/2	2007				below)	below) gineering and	
	(Street)			endment, Day/Year	_	al		6. Individual or Joi Applicable Line) _X_ Form filed by On	ne Reporting Per	rson
CEDAR RA	APIDS, IA 52498	3-0001						Form filed by Mo Person	ore than One Re	porting
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Month/Day/Year) Execution any (Month/D		Date, if Transaction Disposed of (D) Code (Instr. 3, 4 and 5) ay/Year) (Instr. 8)			(D)	A) 5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	09/24/2007			M	2,899	A	\$ 16.9669	2,899	D	
Common Stock	09/24/2007			S <u>(1)</u>	2,899	D	\$ 72	0	D	
Common Stock								3,738.8051	I	By Savings Plan (2)

By IRA

By Spouse's

710

2,436.6871

I

			Plan (2)
Common Stock	1,547	I	By Spouse's IRA (3)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

De Sec (In

Savings

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		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 (Right to Buy)	\$ 16.9669	09/24/2007		M	2,899	<u>(4)</u>	10/05/2008	Common Stock	2,899

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting owner runner runners	Director	10% Owner	Officer	Other			
MATTAI NAN							
M/S 124-223			Ca VD. Engineering and Task				
400 COLLINS ROAD NE			Sr VP, Engineering and Tech				
CEDAR RAPIDS, IA 52498-0001							

Signatures

/s/ Gary R. Chadick, Attorney-in-Fact	09/25/2007
**Signature of Reporting Person	Date

2 Reporting Owners

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Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (2) 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, 2007.
- (3) In March 2006, shares represented by Company stock fund units previously owned through the Rockwell Automation, Inc. salaried retirement savings plan were converted into Company shares and rolled over into a self-directed IRA.
- (4) Options are currently exercisable.
- (5) Employee stock options granted pursuant to the Company's stock based plans.

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.