

ALLEN PATRICK E
Form 4
September 22, 2009

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 *
ALLEN PATRICK E

2. Issuer Name and Ticker or Trading Symbol
ROCKWELL COLLINS INC [COL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

M/S 124-318, 400 COLLINS ROAD
NE

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

09/21/2009

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

Sr. VP and CFO

(Street)

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

CEDAR RAPIDS, IA 52498-0001

(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	09/21/2009		M		14,796	A	\$ 18.5972
							28,734.811 (1)
Common Stock	09/21/2009		S		100	D	\$ 50.65
							28,634.811 (1)
Common Stock	09/21/2009		S		196	D	\$ 50.66
							28,438.811 (1)
Common Stock	09/21/2009		S		100	D	\$ 50.67
							28,338.811 (1)
Common Stock	09/21/2009		S		100	D	\$ 50.69
							28,238.811 (1)

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Common Stock	09/21/2009		S	100	D	\$ 50.7	<u>28,138.811</u> (1)	D	
Common Stock	09/21/2009		S	100	D	\$ 50.71	<u>28,038.811</u> (1)	D	
Common Stock	09/21/2009		S	100	D	\$ 50.72	<u>27,938.811</u> (1)	D	
Common Stock	09/21/2009		S	200	D	\$ 50.73	<u>27,738.811</u> (1)	D	
Common Stock	09/21/2009		S	100	D	\$ 50.74	<u>27,638.811</u> (1)	D	
Common Stock	09/21/2009		S	200	D	\$ 50.75	<u>27,438.811</u> (1)	D	
Common Stock	09/21/2009		S	100	D	\$ 50.77	<u>27,338.811</u> (1)	D	
Common Stock	09/21/2009		S	11,800	D	\$ 50.8	<u>15,538.811</u> (1)	D	
Common Stock	09/21/2009		S	700	D	\$ 50.81	<u>14,838.811</u> (1)	D	
Common Stock	09/21/2009		S	100	D	\$ 50.82	<u>14,738.811</u> (1)	D	
Common Stock	09/21/2009		S	200	D	\$ 50.83	<u>14,538.811</u> (1)	D	
Common Stock	09/21/2009		S	100	D	\$ 50.84	<u>14,438.811</u> (1)	D	
Common Stock	09/21/2009		S	200	D	\$ 50.85	<u>14,238.811</u> (1)	D	
Common Stock	09/21/2009		S	300	D	\$ 50.86	<u>13,938.811</u> (1)	D	
Common Stock							<u>4,797.9245</u> (2)	I	By Savings Plan

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

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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