## Edgar Filing: LILLEY DAVID - Form 4

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Form 4												
April 06, 2010 <b>FORM</b> Check this if no longe subject to Section 16 Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b).	<b>4</b> UNITED S	<b>IENT OF</b> suant to Se a) of the P	Wasl CHAN( ection 16	hington GES IN SECU (a) of the lity Ho	n, E I B RI RI he Idin	D.C. 205 ENEFI TIES Securiti ng Com	3 <b>49</b> CIAI es Ex pany	L OW cchang Act o	COMMISSION NERSHIP OF ge Act of 1934, f 1935 or Sectic 40	OMB Number: Expires: Estimated a burden hou response	irs per	
(Print or Type Re	esponses)											
LILLEY DAVID S			2. Issuer Name <b>and</b> Ticker or Trading Symbol ROCKWELL COLLINS INC [COL]					-	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 5 GARRET MOUNTAIN PLAZA			3. Date of Earliest Transaction (Month/Day/Year) 04/05/2010						(Check all applicable) <u>X</u> Director Officer (give title <u>10%</u> Owner below) Director <u>below</u> )			
			endment, Date Original nth/Day/Year)					<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
WEST PATE	ERSON, NJ 0742	24							Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	I - Non-	Der	rivative S	ecuri	ties Aco	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Date, if	Code (Instr. 8	tior)	4. Securit Acquired Disposed (Instr. 3, -	(A) o of (D	)	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)	
Common Stock	04/05/2010			A <u>(1)</u>		419	А	<u>(1)</u>	11,122.579 <u>(2)</u>	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	of				7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationsh		
FB	Director	10% Owner	Officer	Other
LILLEY DAVID 5 GARRET MOUNTAIN PLAZA WEST PATERSON, NJ 07424	Х			
Signatures				
Gary R. Chadick, Attorney-in-Fact	04/0	5/2010		
<u>**</u> Signature of Reporting Person	D	ate		
Evalenction of Deen		<b>-</b> -		

## **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) Restricted stock units awarded as compensation for services as Director. Shares of common stock underlying restricted stock units will be issued promptly after departure from the Board of Directors.
- (2) Includes dividend equivalents issued quarterly on the restricted stock units.

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.