

ROCKWELL COLLINS INC
Form 3
March 01, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â MAHONEY COLIN R		(Month/Day/Year)	ROCKWELL COLLINS INC [COL]	
(Last)	(First)	(Middle)	02/22/2013	
M/S 153-100,Â 400 COLLINS ROAD NE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
CEDAR RAPIDS,Â IAÂ 52498			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			SVP International & Service	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	3,930.037 ⁽¹⁾	D	Â
Common Stock	2,832.4196 ⁽²⁾	I	By Savings Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

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 (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁴⁾	11/06/2013	Common Stock	3,600	\$ 27.97	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁴⁾	11/02/2014	Common Stock	2,700	\$ 36.55	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁴⁾	11/17/2015	Common Stock	1,460	\$ 44.85	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁴⁾	11/09/2016	Common Stock	1,090	\$ 57.92	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁴⁾	11/13/2017	Common Stock	770	\$ 74.05	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁴⁾	11/21/2018	Common Stock	3,680	\$ 30.39	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁴⁾	06/25/2019	Common Stock	4,090	\$ 42.18	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁴⁾	11/20/2019	Common Stock	6,250	\$ 53.08	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁵⁾	11/19/2020	Common Stock	6,120	\$ 55.75	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁶⁾	11/14/2021	Common Stock	6,480	\$ 55.01	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	Â ⁽⁷⁾	11/12/2022	Common Stock	7,240	\$ 54.37	D	Â
Common Stock Share Equivalents ⁽⁸⁾	Â ⁽⁹⁾	Â ⁽⁹⁾	Common Stock	92.9192	\$ 0	I	By Supplemental Savings Plan

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAHONEY COLIN R M/S 153-100 400 COLLINS ROAD NE CEDAR RAPIDS, IA 52498	Â	Â	Â SVP International & Service	Â

Signatures

Vaughn M. Klopfenstein,
Attorney-in-Fact

03/01/2013

**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) Includes shares acquired under the Company's employee stock purchase plan and based on information furnished by the Plan Administrator as of February 22, 2013.
- (2) Shares represented by Company stock fund units under the Company's tax-qualified savings plan, including shares acquired on a periodic basis pursuant to the Plan, based on information furnished by the Plan Administrator as of February 22, 2013.
- (3) Employee stock options granted pursuant to the Company's stock based plans.
- (4) The options vested in three substantially equal annual installments and are currently exercisable. The options vested on each of the first three anniversaries of the date of grant which was 10 years prior to the expiration date.
- (5) 4,080 options are currently exercisable; 2,040 options become exercisable on 11/19/2013.
- (6) 2,160 options are currently exercisable; 2,160 options become exercisable on 11/14/2013; and 2,160 options become exercisable on 11/14/2014.
- (7) 2,413 options become exercisable on 11/12/2013; 2,413 options become exercisable on 11/12/2014; and 2,414 options become exercisable on 11/12/2015.
- (8) Share equivalents represented by Company stock fund units credited under the Company's non-qualified savings plan based on information furnished by the Administrator of the Plan as of February 22, 2013.
- (9) Payable in cash upon termination of employment.

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.