ROCKWELL COLLINS INC

Form 4 July 06, 2017

FORM 4

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

3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response...

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * DAVIS CHRIS A			2. Issuer Name and Ticker or Trading Symbol ROCKWELL COLLINS INC [COL]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Lost)												
(Last) (First) (Middle) 400 COLLINS ROAD NE, M/S 124-323			3. Date of Earliest Transaction (Month/Day/Year) 07/05/2017					X Director Officer (give below)		Owner r (specify		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
CEDAR RA	APIDS, IA 52498								Form filed by M Person	ore than One Re	oorting	
(City)	(State)	(Zip)	Tabl	le I - No	n-D	erivative	Secui	rities Acqu	iired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transa Code (Instr.		4. Securin(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature o Ownership Indirect Form: Direct Beneficial (D) or Ownership Indirect (I) (Instr. 4) (Instr. 4)		
Common Stock	07/05/2017			A(1)	•	295	A	\$ 106.09 (1)	43,965.042 (2)	D		
Common									15,001.965	D		

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 (9-02)required to respond unless the form displays a currently valid OMB control number.

(3) (4)

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								Δ	mount		
						Date	Expiration	Title N	ı Iumber		
						Exercisable	Date	01			
				Code V	(A) (D)				hares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 6	Director	10% Owner	Officer	Other		
DAVIS CHRIS A 400 COLLINS ROAD NE M/S 124-323 CEDAR RAPIDS, IA 52498	X					

Signatures

Vaughn M. Klopfenstein, 07/06/2017 Attorney-in-Fact

> **Signature of Reporting Person Date

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).
- Restricted stock units awarded as compensation for services as Director. Shares of common stock underlying restricted stock units will be **(1)** issued promptly after departure from the Board of Directors unless the Director has elected to defer receipt of such shares.
- (2) Includes dividend equivalents issued quarterly on the restricted stock units.
- 6,413 of these shares are restricted shares and were delivered as compensation for services as a Director. The restricted shares are held by (3) the Company to implement restrictions on transfer unless and until certain conditions are met. Includes shares acquired under a dividend reinvestment program.
- Includes 29.142 shares acquired under a dividend reinvestment program that were inadvertently omitted from the total shares reported in

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.

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