ROCKWELL COLLINS INC Form 8-K December 15, 2008

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 12, 2008

Rockwell Collins, Inc. (Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization) 001-16445 (Commission File Number)

52-2314475 (I.R.S. Employer Identification No.)

400 Collins Road NE, Cedar Rapids, Iowa (Address of principal executive offices)

52498 (Zip Code)

Registrant's telephone number, including area code: (319) 295-1000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions.

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

INFORMATION TO BE INCLUDED IN THE REPORT

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

(d) Appointment of Director

Effective December 12, 2008, the Company's Board of Directors elected David Lilley as a member of the Board of Directors to hold office as a Class I Director until the Company's 2011 Annual Meeting of Shareowners. At this time, Mr. Lilley has not been appointed to serve on any committees of the Board of Directors. Mr. Lilley is not a party to any transaction with the Company or any of its subsidiaries in which the amount involved exceeds \$120,000 and in which Mr. Lilley has a direct or indirect material interest.

The Company's press release announcing this director election is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

- (c) Exhibits
- 99.1 Press release of Registrant dated December 15, 2008.

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

ROCKWELL COLLINS, INC.

(Registrant)

Dated: December 15, 2008 By /s/GaryR.

Chadick

Gary R. Chadick Senior Vice President,

General Counsel and Secretary

EXHIBIT INDEX

Exhibit

Number Description

99.1 Press release of Registrant dated December 15, 2008.