

Spirit AeroSystems Holdings, Inc.
 Form 4
 January 03, 2008

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
 Brunton Ronald C

2. Issuer Name and Ticker or Trading Symbol
 Spirit AeroSystems Holdings, Inc.
 [SPR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 01/02/2008

___ Director ___ 10% Owner
 ___X___ Officer (give title below) ___ Other (specify below)
 EVP & COO

C/O SPIRIT AEROSYSTEMS HOLDINGS, INC., 3801 SOUTH OLIVER

(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
 ___ Form filed by More than One Reporting Person

WICHITA, KS 67210

(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 Ownership (Instr. 4)	
				(A) or (D)	Price			
Class A Common Stock	01/02/2008		C	7,500	A	(3)	7,500	D
Class A Common Stock	01/02/2008		S ⁽⁵⁾	3,200	D	\$ 34	4,300	D
Class A Common Stock	01/02/2008		S ⁽⁵⁾	200	D	\$ 34.01	4,100	D

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Class A Common Stock	01/02/2008	<u>S⁽⁵⁾</u>	300	D	\$ 34.02	3,800	D
Class A Common Stock	01/02/2008	<u>S⁽⁵⁾</u>	800	D	\$ 34.03	3,000	D
Class A Common Stock	01/02/2008	<u>S⁽⁵⁾</u>	100	D	\$ 34.04	2,900	D
Class A Common Stock	01/02/2008	<u>S⁽⁵⁾</u>	100	D	\$ 34.06	2,800	D
Class A Common Stock	01/02/2008	<u>S⁽⁵⁾</u>	300	D	\$ 34.07	2,500	D
Class A Common Stock	01/02/2008	<u>S⁽⁵⁾</u>	100	D	\$ 34.08	2,400	D
Class A Common Stock	01/02/2008	<u>S⁽⁵⁾</u>	200	D	\$ 34.1	2,200	D
Class A Common Stock	01/02/2008	<u>S⁽⁵⁾</u>	1,709	D	\$ 34.25	491	D
Class A Common Stock	01/02/2008	<u>S⁽⁵⁾</u>	391	D	\$ 34.29	100	D
Class A Common Stock	01/02/2008	<u>S⁽⁵⁾</u>	100	D	\$ 34.3	0	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.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P... Deri... Secu... (Inst...
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(Instr. 3, 4,
and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock		<u>(1)</u>			01/02/2008		Class A Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brunton Ronald C C/O SPIRIT AEROSYSTEMS HOLDINGS, INC. 3801 SOUTH OLIVER WICHITA, KS 67210				EVP & COO

Signatures

/s/ Gloria Farha Flentje, as attorney-in-fact for Ronald C. Brunton	01/03/2008
<u> </u> 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).
- (1) Each share of Class B Common Stock, par value \$0.01, of the issuer (the "Class B Common Stock") is convertible at any time, at the option of the holder, into one share of Class A Common Stock, par value \$0.01, of the issuer (the "Class A Common Stock").
- (2) No expiration.
- (3) Conversion without consideration.
- (4) Includes 10,855 shares of Class B Common Stock, which will vest on February 22, 2008, if the recipient of the shares continues to be employed by the issuer or any of its subsidiaries.
- (5) The sales reported in this Form 4 were effected pursuant to a Rule 10b-5 trading plan adopted by the reporting person on November 6, 2007.

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.