

Maroney Sean P
Form 3
April 25, 2012

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 *

Â Maroney Sean P
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
04/20/2012

3. Issuer Name and Ticker or Trading Symbol
TransDigm Group INC [TDG]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

TRANSDIGM GROUP
INCORPORATED,Â 1301
EAST 9TH ST SUITE 3000

(Street)

CLEVELAND,Â OHÂ 44114

(City) (State) (Zip)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Treasurer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

200

D Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 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 Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option	09/30/2006	10/01/2015	Common Stock	7,000	\$ 13.37	D	Â
Stock Option	09/30/2009 ⁽¹⁾	11/17/2018	Common Stock	25,000	\$ 27.08	D	Â
Stock Option	09/30/2010 ⁽²⁾	11/16/2019	Common Stock	5,000	\$ 41.79	D	Â
Stock Option	09/30/2012 ⁽³⁾	11/14/2021	Common Stock	0	\$ 97.42	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maroney Sean P TRANSDIGM GROUP INCORPORATED 1301 EAST 9TH ST SUITE 3000 CLEVELAND, OH 44114	Â	Â	Â Treasurer	Â

Signatures

Halle Fine Terrion as attorney in fact for Sean Maroney 04/25/2012

__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) Vest based on the achievement of annual and cumulative per share operating performance targets between fiscal 2009 and fiscal 2013.
- (2) Vest based on the achievement of annual and cumulative per share operating performance targets between fiscal 2010 and fiscal 2014.
- (3) Vest based on the achievement of annual per share operating performance targets between fiscal 2015 and fiscal 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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