

ROCKWELL COLLINS INC

Form 4

August 17, 2005

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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2005  
Estimated average  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KIRCHENBAUER RONALD W**

(Last) (First) (Middle)

**M/S 124-223, 400 COLLINS ROAD  
NE**

(Street)

**CEDAR RAPIDS, IA 52498-0001**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**ROCKWELL COLLINS INC [COL]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**08/15/2005**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify  
below)

Sr. VP, Human Resources

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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/15/2005		M		19,850	A	\$ 23.39	21,500.2259 (1)	D	
Common Stock	08/15/2005		M		1,191	A	\$ 27.97	22,691.2259 (1)	D	
Common Stock	08/15/2005		S		1,200	D	\$ 48.8	21,491.2259 (1)	D	
Common Stock	08/15/2005		S		400	D	\$ 48.79	21,091.2259 (1)	D	
Common Stock	08/15/2005		S		200	D	\$ 48.78	20,891.2259 (1)	D	

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Common Stock	08/15/2005	S	300	D	\$ 48.77	20,591.2259 (1)	D
Common Stock	08/15/2005	S	4,900	D	\$ 48.75	15,691.2259 (1)	D
Common Stock	08/15/2005	S	800	D	\$ 48.74	14,891.2259 (1)	D
Common Stock	08/15/2005	S	900	D	\$ 48.73	13,991.2259 (1)	D
Common Stock	08/15/2005	S	1,300	D	\$ 48.72	12,691.2259 (1)	D
Common Stock	08/15/2005	S	1,125	D	\$ 48.71	11,566.2259 (1)	D
Common Stock	08/15/2005	S	700	D	\$ 48.7	10,866.2259 (1)	D
Common Stock	08/15/2005	S	200	D	\$ 48.68	10,666.2259 (1)	D
Common Stock	08/15/2005	S	300	D	\$ 48.65	10,366.2259 (1)	D
Common Stock	08/15/2005	S	400	D	\$ 48.64	9,966.2259 (1)	D
Common Stock	08/15/2005	S	400	D	\$ 48.63	9,566.2259 (1)	D
Common Stock	08/16/2005	S	17	D	\$ 49.15	9,549.2259 (1)	D
Common Stock						591.378 (2)	I

By  
Savings  
Plan

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

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SEC 1474  
(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) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D
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			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 23.39	08/15/2005	M			19,850	<u>(3)</u>	06/11/2013	Common Stock	19,850
Stock Option (Right to Buy)	\$ 27.97	08/15/2005	M			1,191	<u>(3)</u>	11/06/2013	Common Stock	1,191

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KIRCHENBAUER RONALD W M/S 124-223 400 COLLINS ROAD NE CEDAR RAPIDS, IA 52498-0001	Sr. VP, Human Resources

## Signatures

/s/ Gary R. Chadick,  
Attorney-in-Fact  
08/17/2005

\_\_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) Includes shares acquired under the Company's employee stock purchase plan and based on information furnished by the Plan Administrator as of June 1, 2005.
- (2) Shares represented by Company stock fund units under the Rockwell Collins, Inc. 2001 qualified savings plan, including shares acquired on a periodic basis pursuant to the Plan, based on information furnished by the Plan Administrator as of June 1, 2005.
- (3) Options are currently exercisable.
- (4) Employee stock options granted pursuant to the Rockwell Collins, Inc. 2001 Long-Term Incentives Plan.

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