

Iversen Bernt G II
Form 4
September 07, 2007

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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(Print or Type Responses)

1. Name and Address of Reporting Person *
Iversen Bernt G II

(Last) (First) (Middle)

CHAMPION AEROSPACE
INC., 1230 OLD NORRIS RD.

(Street)

LIBERTY, SC 29657

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/30/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President, Champion Aerospace

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)	(A) or (D)	Price	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/30/2007	09/05/2007	M	5,700	A	\$ 0.45	5,700	D	
Common Stock	08/30/2007	09/05/2007	S	100	D	\$ 38.825	5,600	D	
Common Stock	08/30/2007	09/05/2007	S	200	D	\$ 38.85	5,400	D	
Common Stock	08/30/2007	09/05/2007 ⁽¹⁾	S	200	D	\$ 38.87	5,200	D	
Common Stock	08/30/2007	09/05/2007	S	400	D	\$ 38.92	4,800	D	

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Common Stock	08/30/2007	09/05/2007	S	400	D	\$ 38.95	4,400	D
Common Stock	08/30/2007	09/05/2007	S	400	D	\$ 38.97	4,000	D
Common Stock	08/30/2007	09/05/2007	S	200	D	\$ 38.98	3,800	D
Common Stock	08/30/2007	09/05/2007	S	100	D	\$ 38.984	3,700	D
Common Stock	08/30/2007	09/05/2007	S	600	D	\$ 38.99	3,100	D
Common Stock	08/30/2007	09/05/2007	S	700	D	\$ 39	2,400	D
Common Stock	08/30/2007	09/05/2007	S	500	D	\$ 39.01	1,900	D
Common Stock	08/30/2007	09/05/2007	S	300	D	\$ 39.02	1,600	D
Common Stock	08/30/2007	09/05/2007	S	200	D	\$ 39.03	1,400	D
Common Stock	08/30/2007	09/05/2007	S	100	D	\$ 39.04	1,300	D
Common Stock	08/30/2007	09/05/2007	S	100	D	\$ 39.06	1,200	D
Common Stock	08/30/2007	09/05/2007	S	500	D	\$ 39.07	700	D
Common Stock	08/30/2007	09/05/2007	S	200	D	\$ 39.09	500	D
Common Stock	08/30/2007	09/05/2007	S	200	D	\$ 39.12	300	D
Common Stock	08/30/2007	09/05/2007	S	300	D	\$ 39.23	0	D

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D S (I
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Derivative Security				Code	(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					V	(A)	(D)			
Stock Option	\$ 0.45	08/30/2007	09/05/2007	M		5,700	07/22/2003	01/01/2010	Common Stock	5,700

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Iversen Bernt G II CHAMPION AEROSPACE INC. 1230 OLD NORRIS RD. LIBERTY, SC 29657			President, Champion Aerospace	

Signatures

Halle Fine Terrion, as attorney
in fact

09/07/2007

__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) All transactions executed pursuant to 10b5-1 plan.

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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