

ROCKWELL COLLINS INC
Form 4
February 17, 2005

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
BEALL DONALD R

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
5 CIVIC PLAZA, SUITE 320
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/15/2005

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

NEWPORT BEACH, CA 92660
(City) (State) (Zip)

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

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	(D)	Price			
Common Stock	02/15/2005		M		31,835	A	\$ 22.0764	61,835	I	Trustee - Family Trust
Common Stock	02/15/2005		S		300	D	\$ 46.18	61,585	I	Trustee - Family Trust
Common Stock	02/15/2005		S		735	D	\$ 46.19	60,800	I	Trustee - Family Trust
Common Stock	02/15/2005		S		5,600	D	\$ 46.2	55,200	I	Trustee - Family Trust

Edgar Filing: ROCKWELL COLLINS INC - Form 4

Common Stock	02/15/2005	S	600	D	\$ 46.21	54,600	I	Trustee - Family Trust
Common Stock	02/15/2005	S	500	D	\$ 46.22	54,100	I	Trustee - Family Trust
Common Stock	02/15/2005	S	2,400	D	\$ 46.23	51,700	I	Trustee - Family Trust
Common Stock	02/15/2005	S	600	D	\$ 46.25	51,100	I	Trustee - Family Trust
Common Stock	02/15/2005	S	4,700	D	\$ 46.26	46,400	I	Trustee - Family Trust
Common Stock	02/15/2005	S	600	D	\$ 46.27	45,800	I	Trustee - Family Trust
Common Stock	02/15/2005	S	1,500	D	\$ 46.29	44,300	I	Trustee - Family Trust
Common Stock	02/15/2005	S	6,000	D	\$ 46.3	38,300	I	Trustee - Family Trust
Common Stock	02/15/2005	S	2,000	D	\$ 46.31	36,300	I	Trustee - Family Trust
Common Stock	02/15/2005	S	6,300	D	\$ 46.36	30,000	I	Trustee - Family Trust
Common Stock						64,305.4661 <u>(1)</u>	I	By Savings Plan
Common Stock						19,597 <u>(2)</u>	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.

SEC 1474
(9-02)

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

Edgar Filing: ROCKWELL COLLINS INC - Form 4

- (2) Restricted shares delivered as compensation for services as Director. Held by issuer to implement restrictions on transfer unless and until certain conditions are met.
- (3) Stock options granted under the Company's stock based plans.
- (4) Options are currently exercisable.
- (5) Director stock options granted pursuant to the Directors Stock Plan.
- (6) The options vest in three equal annual installments beginning on February 15, 2006.
- (7) Gift to Beall Family Trust, for which the reporting person is a trustee.

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.