

Iversen Bernt G II  
 Form 4  
 September 07, 2007

**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 \*  
 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  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 President, Champion Aerospace

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)
				(A) or (D)	Amount or Price		
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 <sup>(1)</sup>	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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(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				(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V				
Stock Option	\$ 0.45	08/30/2007	09/05/2007	M		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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