Jones Roger Form 3 November 02, 2009

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, response... 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 *

Jones Roger

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

10/22/2009

2. Date of Event Requiring 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)

AEROCONTROLEX GROUP, 313 GILLETT STREET

(Street)

10% Owner Director _X__ Officer Other

(Check all applicable)

(give title below) (specify below) Pres., AeroControlex Group 6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

PAINESVILLE, Â OHÂ 44077

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Form: Direct (D) or Indirect (I)

(Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security 2. Date Exercisable and (Instr. 4)

Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Ownership Conversion or Exercise Price of

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable Expiration Date

Title

Amount or Number of

Security: Derivative Security Direct (D)

5.

Form of

Derivative

1

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				Shares		or Indirect (I) (Instr. 5)	
Stock Option	09/30/2004	08/05/2013	Common Stock	6,028	\$ 6.68	D	Â
Stock Option	09/30/2006	12/31/2015	Common Stock	17,423	\$ 13.37	D	Â
Stock Option	12/31/2005	12/13/2015	Common Stock	4,488	\$ 13.37	D	Â
Stock Option	09/30/2007	12/01/2016	Common Stock	6,000	\$ 25.6	D	Â
Stock Option	12/01/2007	12/01/2016	Common Stock	1,500	\$ 25.6	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
·L	Director	10% Owner	Officer	Other		
Jones Roger AEROCONTROLEX GROUP 313 GILLETT STREET PAINESVILLE. OH 44077	Â	Â	Pres., AeroControlex Group	Â		

Signatures

Halle Fine Terrion as attorney in fact for Roger
Jones 11/02/2009

**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).

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.

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