

ROCKWELL COLLINS INC  
Form 4  
February 17, 2005

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

OMB APPROVAL

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**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

(Last) (First) (Middle)

5 CIVIC PLAZA, SUITE 320

(Street)

NEWPORT BEACH, CA 92660

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

ROCKWELL COLLINS INC [COL]

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

02/15/2005

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)

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 |

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|              |            |   |       |   |          |                           |   |                        |
|--------------|------------|---|-------|---|----------|---------------------------|---|------------------------|
| 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<br><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.

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(9-02)

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



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- (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.

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