Edgar Filing: ROCKWELL COLLINS INC - Form 4

| ROCKWELL | COLLINS INC | | | | | | | | | | |
|---|---|---|---|-------------|--|--------------------------------|---|---|-----------------|--|--|
| Form 4 | _ | | | | | | | | | | |
| April 04, 200 | | | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | | urs per | | |
| Check this box if no longer subject to Section 16. SECURITIES Expires: Expires: Expires: Expires: | | | | | | | Estimated burden hou response | | | | |
| (Print or Type R | esponses) | | | | | | | | | | |
| 1. Name and Ac DAVIS CHR | r Name and Ticker or Trading WELL COLLINS INC [COL] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | | | |
| (Last) | (First) (M | | 3. Date of Earliest Transaction (Check | | | | | ck all applicable | all applicable) | | |
| (Last)(Pilst)(Middle)3. Date of 1.767 5TH AVENUE, 44TH FLOOR04/02/20 | | | Day/Year) | | | | _X_Director10% Owner Officer (give titleOther (specify below)below) | | | | |
| | ndment, Date Original th/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | | | | |
| NEW YORK | K, NY 10153 | | | | | | Form filed by M Person | | | | |
| (City) | (State) (2 | Zip) Tabl | e I - Non-Do | erivative S | Securi | ties Ac | quired, Disposed o | f, or Beneficia | lly Owned | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5) | | | SecuritiesIBeneficially(OwnedI | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | | | |
| Common Stock | 04/02/2007 | | A <u>(1)</u> | 337 | А | <u>(1)</u> | 4,490.249 <u>(2)</u> | D | | | |
| Common Stock | | | | | | | 6,413 <u>(3)</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.

 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 Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date | Amou Under Secur | rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|---------------------------------------|---|---------------------|--------------------|------------------------|--|---|---|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| I B | Director | 10% Owner | Officer | Other | | | |
| DAVIS CHRIS A 767 5TH AVENUE 44TH FLOOR NEW YORK, NY 10153 | Х | | | | | | |
| Signatures | | | | | | | |
| /s/ Gary R. Chadick, Attorney-in-Fact | 04/04/2007 | | | | | | |
| **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) Restricted stock units awarded as compensation for services as Director. Shares of common stock underlying restricted stock units will be issued promptly after departure from the Board of Directors.
- (2) Includes dividend equivalents issued quarterly on the restricted stock units.
- (3) Restricted shares delivered as compensation for services as Director. Held by issuer to implement restrictions on transfer unless and until certain conditions are met.

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.