Edgar Filing: ROCKWELL COLLINS INC - Form 4

ROCKWELL Form 4	COLLINS INC											
January 05, 20	012											
•									OMB APPROVAL			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check this if no longe subject to Section 16 Form 4 or Form 5	Filed purs									Expires:January 31Expires:2005Estimated averageburden hours perresponse0.5		
obligations may continue. See Instruction 1(b). 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 R	esponses)											
BEALL DONALD R Syr			Symbol	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) (M	liddle)	3. Date of Earliest Transaction					(Che	k an applicable)			
5 SAN JOAQUIN PLAZA, SUITE 01/ 320				ay/Year))12				_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 Form filed by More than One Reporting 				
NEWPORT	BEACH, CA 926	660						Person	More than One R	eporting		
(City)	(State) (Zip)	Table	e I - Non-De	erivative S	ecuri	ties Aco	quired, Disposed o	of, 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)				Securities Beneficially Owned	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	01/03/2012			A <u>(1)</u>	446	А	\$ 0 (1)	22,180.658 <u>(2)</u>	D			
Common Stock								102,551 <u>(3)</u>	I	Trustee - Family Trust		

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

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 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying rities . 3 and 4)	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		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
BEALL DONALD R 5 SAN JOAQUIN PLAZA, SUITE 320 NEWPORT BEACH, CA 92660	Х						
Signatures							
/s/ Gary R. Chadick, Attorney-in-Fact	01/05/2012						
**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) 21,381 of these shares are restricted shares and were delivered as compensation for services as Director. The restricted shares are 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.