Edgar Filing: ALLEN PATRICK E - Form 4

TNI DATIDICIZ

. . .

| ALLEN PAI Form 4 | RICKE | | | | | | | | | | |
|---|--|---------------------------|--|--|--------------|-------|-------------|--|---|---|--|
| November 25 | | | | | | | | | | | |
| FORM | FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | COMMISSION | OMB AF OMB Number: | PROVAL 3235-0287 | | |
| Check thi if no long subject to Section 1 Form 4 of Form 5 obligation may cont <i>See</i> Instru 1(b). | 6. Filed pur Section 17(| suant to S a) of the l | NUMBER SECURITIES NT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Estimated a burden hour response Int to Section 16(a) of the Securities Exchange Act of 1934, f the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 | | | | | | • | | |
| (Print or Type F | Responses) | | | | | | | | | | |
| | | | 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) (Middle) 3. Date of (Month/D M/S 124-318, 400 COLLINS ROAD 11/21/20 NE | | | | - | | | | Director 10% Owner X Officer (give title 0ther (specify below) below) Sr. VP and CFO | | | |
| | | | | endment, Date Original onth/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 | | | |
| (City) | (State) | (Zip) | | | | | | Person | | | |
| | | | | | | | - | uired, Disposed of | | - | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | n Date, if | 3. Transactio Code (Instr. 8) Code V | (Instr. 3, | spose | d of (D) | 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) | |
| Common Stock | 11/21/2008 | | | A | 5,798 (1) | A | \$ 0 | 15,136.5698 (2) | D | | |
| Common Stock | 11/21/2008 | | | F | 1,882 | D | \$ 30.39 | 13,254.5698 (2) | D | | |
| Common Stock | | | | | | | | 4,302.6007 <u>(3)</u> | Ι | By Savings Plan | |

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 formSEC 1474
(9-02)

Edgar Filing: ALLEN PATRICK E - Form 4

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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transactio Code (Instr. 8) | TransactionDerivative Code Securities | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|--|---------------------|--|-----------------|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Option (Right to Buy) (4) | \$ 30.39 | 11/21/2008 | | А | 63,700 | (5) | 11/21/2018 | Common Stock | 63,700 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|----------------|-------|--|--|--|
| repering o mer runte / runt coo | Director | 10% Owner | Officer | Other | | | |
| ALLEN PATRICK E M/S 124-318 400 COLLINS ROAD NE CEDAR RAPIDS, IA 52498-0001 | | | Sr. VP and CFO | | | | |
| Signatures | | | | | | | |

| Vaughn M. Klopfenstein, Attorney-in-Fact | 11/25/2008 |
|---|------------|
| **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) Vesting of performance shares granted under the Company's Long-Term Incentives Plans.
- Includes shares acquired under the Company's employee stock purchase plan and based on information furnished by the Plan (2)Administrator as of October 1, 2008.
- Shares represented by Company stock fund units under the Rockwell Collins, Inc. 2001 qualified savings plan, including shares acquired (3) on a periodic basis pursuant to the Plan, based on information furnished by the Plan Administrator as of October 1, 2008.
- (4) Employee stock options granted pursuant to the Rockwell Collins, Inc. 2006 Long-Term Incentives Plan.
- (5) The options vest in three substantially equal annual installments beginning 11/21/2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Edgar Filing: ALLEN PATRICK E - Form 4

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.