ROCKWELL COLLINS INC

Form 4 May 03, 2010

FORM 4

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

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

2. Issuer Name and Ticker or Trading

3. Date of Earliest Transaction

ROCKWELL COLLINS INC [COL]

Symbol

1(b).

(Last)

(Print or Type Responses)

BEALL DONALD R

1. Name and Address of Reporting Person *

(First)

(Middle)

5 SAN JOAQUIN PLAZA, SU 320	(Month/Day/ TTE 04/29/2010			_X_ Director 10% Owner Officer (give title below) Other (specify below)					
(Street)	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line)					
NEWPORT BEACH, CA 9266)				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
(Instr. 3) as	ecution Date, if Tra y Coo Ionth/Day/Year) (Ins	ransactiomr Dispos	(A) or	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 04/29/2010 Stock		S 15,201	•	168 901 (1)	I	Trustee - Family Trust			
Common 04/30/2010 Stock	M	M 75,000	A \$ 22.3	35 243,901 <u>(1)</u>	I	Trustee - Family Trust			
Common 04/30/2010 Stock	S	S 100	D \$65.6	5 243,801 <u>(1)</u>	I	Trustee - Family Trust			
Common 04/30/2010 Stock	S	S 100	D \$65.6	51 243,701 <u>(1)</u>	I	Trustee - Family			

Edgar Filing: ROCKWELL COLLINS INC - Form 4

								Trust
Common Stock	04/30/2010	S	200	D	\$ 65.62	243,501 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	200	D	\$ 65.63	243,301 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	200	D	\$ 65.64	243,101 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	300	D	\$ 65.65	242,801 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	1,100	D	\$ 65.66	241,701 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	400	D	\$ 65.67	241,301 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	1,000	D	\$ 65.68	240,301 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	300	D	\$ 65.69	240,001 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	500	D	\$ 65.71	239,501 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	100	D	\$ 65.72	239,401 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	800	D	\$ 65.73	238,601 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	500	D	\$ 65.74	238,101 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	300	D	\$ 65.75	237,801 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	100	D	\$ 65.76	237,701 (1)	I	Trustee - Family Trust

Edgar Filing: ROCKWELL COLLINS INC - Form 4

Common Stock	04/30/2010	S	200	D	\$ 65.77	237,501 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	600	D	\$ 65.78	236,901 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	300	D	\$ 65.79	236,601 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	400	D	\$ 65.8	236,201 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	1,000	D	\$ 65.81	235,201 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	100	D	\$ 65.82	235,101 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	1,100	D	\$ 65.83	234,001 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	200	D	\$ 65.84	233,801 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	700	D	\$ 65.85	233,101 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	1,200	D	\$ 65.86	231,901 (1)	I	Trustee - Family Trust
Common Stock	04/30/2010	S	1,100	D	\$ 65.87	230,801 (1)	I	Trustee - Family Trust
Common Stock						17,015.43 (2)	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.

SEC 1474

(9-02)

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

Edgar Filing: ROCKWELL COLLINS INC - Form 4

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ivative Expiration Date urities (Month/Day/Year) quired (A) Disposed of str. 3, 4,		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	\$ 22.35	04/30/2010		M	75,000	<u>(4)</u>	07/05/2011	Common Stock	75,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
and the state of t	Director	10% Owner	Officer	Other		
BEALL DONALD R 5 SAN JOAQUIN PLAZA, SUITE 320 NEWPORT BEACH, CA 92660	X					

Signatures

/s/ Gary R. Chadick, Attorney-in-Fact 05/03/2010

**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) 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.
- 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. Includes dividend equivalents issued quarterly on the restricted stock units.
- (3) Stock options granted pursuant to the Company's stock based plans.
- (4) The options are currently exercisable.

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.

Reporting Owners 4