

ROCKWELL COLLINS INC

Form 3

November 03, 2004

**FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**INITIAL STATEMENT OF 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 \*

Â MATTAI NAN

(Last)

(First)

(Middle)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

11/02/2004

3. Issuer Name **and** Ticker or Trading Symbol  
ROCKWELL COLLINS INC [COL]4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Sr VP, Engineering and Tech

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting  
Person☐ Form filed by More than One  
Reporting Person

CEDAR

RAPIDS,Â IAÂ 52498-0001

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

941.7728

I

By Savings Plan <sup>(1)</sup>

Common Stock

786.2691

I

By Savings Plan <sup>(2)</sup>

Common Stock

84.2028

I

By Spouse <sup>(1)</sup>Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)3. Title and Amount of  
Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect  
Beneficial Ownership

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	Date Exercisable	Expiration Date	Derivative Security (Instr. 4)  Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Employee Stock Option (Right to Buy) <sup>(3)</sup>	Â <sup>(4)</sup>	10/05/2008	Common Stock	2,899	\$ 16.9669	D	Â
Employee Stock Option (Right to Buy) <sup>(3)</sup>	Â <sup>(4)</sup>	10/04/2009	Common Stock	1,610	\$ 32.613	D	Â
Employee Stock Option (Right to Buy) <sup>(3)</sup>	Â <sup>(5)</sup>	10/04/2009	Common Stock	805	\$ 32.613	D	Â
Employee Stock Option (Right to Buy) <sup>(3)</sup>	Â <sup>(4)</sup>	10/02/2010	Common Stock	5,796	\$ 18.5972	D	Â
Employee Stock Option (Right to Buy) <sup>(6)</sup>	Â <sup>(4)</sup>	07/05/2011	Common Stock	20,000	\$ 22.35	D	Â
Employee Stock Option (Right to Buy) <sup>(6)</sup>	Â <sup>(7)</sup>	09/11/2012	Common Stock	10,400	\$ 20.97	D	Â
Employee Stock Option (Right to Buy) <sup>(6)</sup>	Â <sup>(8)</sup>	11/06/2013	Common Stock	10,400	\$ 27.97	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MATTAI NAN M/S 124-223 400 COLLINS ROAD NE CEDAR RAPIDS, IA 52498-0001	Â	Â	Â Sr VP, Engineering and Tech	Â

## Signatures

Nan Mattai 11/03/2004  
 \*\*Signature of Date  
 Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Shares represented by Company stock fund units under the Rockwell Collins, Inc. 2001 qualified savings plan based on information furnished by the Plan Administrator as of October 1, 2004.
- (2) Shares represented by Company stock fund units under the Rockwell Automation, Inc. salaried retirement savings plan, based on information provided by the Plan Administrator as of October 1, 2004.
- (3) Employee stock options granted pursuant to the Rockwell Collins, Inc. 2001 Stock Option Plan.
- (4) The options vested in three substantially equal annual installments and are currently exercisable.

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Options become exercisable as to the total number of option shares on the date on which the closing price of shares are reported on the

- (5) New York Stock Exchange--Composite Transactions shall have exceeded 150% of the Fair Market Value on October 4, 1999 for at least 20 consecutive trading days or if earlier on October 4, 2006.
- (6) Employee stock options granted pursuant to the Rockwell Collins, Inc. 2001 Long-Term Incentives Plan.
- (7) 6,933 shares are currently exercisable; 3,467 shares become exercisable on September 11, 2005.
- (8) 3,466 shares become exercisable on November 6, 2004; 3,467 shares become exercisable on November 6, 2005; 3,467 shares become exercisable on November 6, 2006.

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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