ROCKWELL COLLINS INC

Form 3 April 22, 2016

FORM 3

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

OMB APPROVAL

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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 *

NIEUWSMA DAVID J

(Last)

(First) (Middle) 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Statement

(Month/Day/Year)

04/20/2016

ROCKWELL COLLINS INC [COL]

4. Relationship of Reporting

Person(s) to Issuer

(Check all applicable)

5. If Amendment, Date Original

Filed(Month/Day/Year)

400 COLLINS ROAD N.E., MS: 124-323

(Street)

Director _X__ Officer (give title below) (specify below)

10% Owner Other SENIOR VICE PRESIDENT

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

CEDAR RAPIDS, IAÂ 52498

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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Direct (D) or Indirect

(I) (Instr. 5)

Common Stock D 1,120.93 (1)

Common Stock 82.7061 (2) I By Savings Plan

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

SEC 1473 (7-02)

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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 **Derivative Security** (Instr. 4)

5. Conversion Ownership Form of or Exercise Price of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right-to-Buy) (3)	(4)	11/13/2017	Common Stock	770	\$ 74.05	D	Â
Stock Option (Right-to-Buy) (3)	(5)	11/11/2023	Common Stock	6,250	\$ 70.97	D	Â
Stock Option (Right-to-Buy) (3)	(6)	11/17/2024	Common Stock	5,900	\$ 83.69	D	Â
Stock Option (Right-to-Buy) (3)	(7)	11/09/2025	Common Stock	6,500	\$ 86.75	D	Â
Common Stock Share Equivalents (8)	(9)	(9)	Common Stock	24.6131	\$ 0	I	By Supplemental Savings Plan

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting of mor remain, remained	Director	10% Owner	Officer	Other		
NIEUWSMA DAVID J 400 COLLINS ROAD N.E. MS: 124-323 CEDAR RAPIDS, IA 52498	Â	Â	SENIOR VICE PRESIDENT	Â		

Signatures

Vaughn M. Klopfenstein, Attorney-in-Fact

**Signature of Reporting Person Date

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) Includes shares acquired under the Company's employee stock purchase plan and based on information furnished by the Plan Administrator as of March 31, 2016.
- (2) Shares represented by Company stock fund units under the Company's tax-qualified savings plan, including shares acquired on a periodic basis pursuant to the Plan, based on information furnished by the Plan Administrator as of April 15, 2016.
- (3) Employee stock options granted pursuant to the Company's stock based plans.
- (4) The options vested in three substantially equal annual installments and are currently exercisable.
- (5) The options vest in three substantially equal annual installments beginning November 11, 2014.
- (6) The options vest in three substantially equal annual installments beginning November 17, 2015.
- (7) The options vest in three substantially equal annual installments beginning November 9, 2016.
- (8) Share equivalents represented by Company stock fund units credited under the Company's non-qualified savings plan based on information furnished by the Administrator of the Plan as of April 15, 2016.

(9) Payable in cash upon termination of employment.

Reporting Owners 2

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