

ALLEN PATRICK E
Form 4
March 19, 2012

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
ALLEN PATRICK E

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)
M/S 124-318, 400 COLLINS ROAD
NE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/15/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP and CFO

CEDAR RAPIDS, IA 52498-0001
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/15/2012		M		25,000 A \$ 36.55	55,446.406 (1)	D
Common Stock	03/15/2012		S		989 D \$ 58.67	54,457.406 (1)	D
Common Stock	03/15/2012		S		902 D \$ 58.66	53,555.406 (1)	D
Common Stock	03/15/2012		S		400 D \$ 58.65	53,155.406 (1)	D
Common Stock	03/15/2012		S		7,709 D \$ 58.64	45,446.406 (1)	D

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Common Stock	03/15/2012		S	400	D	\$ 58.726	45,046.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	100	D	\$ 58.716	44,946.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	100	D	\$ 58.703	44,846.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	300	D	\$ 58.7	44,546.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	714	D	\$ 58.709	43,832.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	100	D	\$ 58.706	43,732.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	186	D	\$ 58.69	43,546.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	300	D	\$ 58.699	43,246.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	2,800	D	\$ 58.702	40,446.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	400	D	\$ 58.8	40,046.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	4,600	D	\$ 58.797	35,446.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	200	D	\$ 58.75	35,246.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	600	D	\$ 58.755	34,646.406 <u>(1)</u>	D	
Common Stock	03/15/2012		S	4,200	D	\$ 58.752	30,446.406 <u>(1)</u>	D	
Common Stock							5,537.5426 <u>(2)</u>	I	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 form displays a currently valid OMB control number.

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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