



### NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

Notice is hereby given that the Annual Meeting of Stockholders of TransDigm Group Incorporated, a Delaware corporation (the "Company"), will be held at 1301 East Ninth Street, Suite 3000, Cleveland, Ohio 44114, on Tuesday, March 20, 2018, at 9:00 a.m., Eastern time, for the following purposes:

1. To elect 11 directors, each to serve a one-year term and until a successor has been duly elected and qualified;
2. To conduct an advisory vote ("say on pay") on compensation paid to the Company's named executive officers;
3. To ratify the selection of Ernst & Young LLP as the Company's independent accountants for the Company's fiscal year ending September 30, 2018; and
4. To transact such other business as may properly come before the meeting.

Only stockholders of record at the close of business on January 22, 2018 will be entitled to notice of and to vote at the meeting or any adjournment of the meeting.

Your vote is important. Whether or not you plan to attend the Annual Meeting, please vote on the Internet, by phone or by completing and returning the enclosed proxy card.

By order of the Board of Directors,

A handwritten signature in black ink that reads "Halle Terrion".

Halle Fine Terrion  
Secretary  
February 6, 2018

### IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE STOCKHOLDERS MEETING TO BE HELD ON MARCH 20, 2018.

**The Proxy Statement and Proxy Card are available at**

<http://www.transdigm.com/phoenix.zhtml?c=196053&p=proxy>