

CONFIDENTIALITY REQUEST
Request for Experimental Special Temporary Authority
BAE Systems Aerospace & Defense Group Inc.
FILE NO. 0533-EX-ST-2009

By the above-referenced application (“Application”), BAE Systems Aerospace & Defense Group Inc. (“BAE Systems”) requests that the Commission grant an experimental Special Temporary Authority (“STA”) for the operation of the facilities (“Facilities”) specified in the instant Application.

Pursuant to 47 C.F.R. §0.459, confidential treatment of the information contained in Exhibit 3 to the instant Application (“Exhibit 3”) is requested.

In accordance with 47 C.F.R. §0.459(b), confidential treatment of Exhibit 3 is requested for the following reasons:

1. Confidential treatment is requested for the entirety of the information contained in BAE Systems’ Exhibit 3. For the sake of clarity, this is to confirm that confidentiality is requested for Exhibit 3 to the Application, but the technical data present in the Form itself, as well as the information contained in Exhibit 1, can be made publicly available. This Confidentiality Request itself does not contain any confidential information and, therefore, can also be made publicly available.
2. The submission in connection with which the subject information is being submitted is the instant Application submitted by BAE Systems under File No. 0533-EX-ST-2009.
3. The information contained in Exhibit 3 constitutes confidential, proprietary commercial information concerning the services and operations that BAE Systems provides to the United States military, and the company’s strategic research and development strategies. Disclosure of such information would cause irreparable injury and substantial harm to BAE Systems’ ongoing business operations and competitive position. The information is extremely commercially sensitive and is not available to the public in any substantially similar form. The information in Exhibit 3 is an integral part of the design and engineering process associated with BAE Systems’ implementation of the research program with which the Application is associated.
4. The information contained herein includes information of a highly confidential and proprietary nature, as the development and creation of invention and technology is the backbone of the defense and government contractor industry. As BAE Systems seeks to achieve an edge over its competitors, it is the development of its proprietary information that will dictate to what extent the company may maintain such edge. The industry is a most competitive one, and the inadvertent release of any proprietary information would have a severe negative impact on BAE Systems’ position in the marketplace.

5. BAE Systems' competitive position could be particularly negatively affected by a disclosure of confidential information to the public, which, of course, includes BAE Systems' larger competitors. Due to BAE Systems' relative size and power in the marketplace, disclosure of the information in Exhibit 3 would cause irreparable injury and substantial harm to BAE Systems' ongoing business operations and competitive position. At the core of BAE Systems' operations is its development of proprietary information, which it uses as the basis to obtain a competitive edge over other government contractors. Improper disclosure of proprietary information, and the release of such disclosure could have an extremely negative impact on the ability of BAE Systems and its operations. Also, certain proprietary information developed by BAE Systems is used as the basis for development of systems and functions used in the defense of the United States. Due to the unique nature of BAE Systems' prime customer, the United States government, confidentiality of our proprietary information must be the company's priority.

6. The information in Exhibit 3, when combined with the information in the Form itself, is not currently available to the public in any substantially similar form. BAE Systems takes all commercially necessary steps to prevent this information from being disclosed to the public. BAE Systems requires, prior to the release of any of its proprietary information, that any such receiving party execute a fully negotiated non-disclosure agreement, as BAE Systems takes all appropriate steps to ensure that our proprietary information is not released to anyone without their being full restriction on its use and potential redisclosure. All proprietary information released by BAE Systems, whether it is to a competitor or to the United States government, is appropriately marked as proprietary prior to delivery, along with cautionary statements regarding the use of such information.

7. The information in Exhibit 3 is not currently available to the public in any substantially similar form. BAE Systems takes all commercially necessary steps to prevent the information in the Exhibit from being disclosed to the public. As mentioned above, only those person or entities such as subcontractors, joint venturers and the United States government are privy to the company's proprietary information, and only after any such party has executed a non-disclosure agreement.

8. BAE Systems requests that Exhibit 3 be kept confidential indefinitely. Such a time period is justifiable in light of the substantial and continuing competitive concerns inherent in the defense contracting industry that are discussed above in Item 4. As additional rationale for the confidentiality of the information, due to the sensitive nature of the information and the potential for its use in military applications, BAE Systems requests that the information be kept confidential for an indefinite period.

Given the substantial public policy reasons provided by BAE Systems in support of maintaining the confidentiality of Exhibit 3, and the lack of any compelling reason to make Exhibit 3 available to the public, BAE Systems hereby respectfully requests that Exhibit 3 be withheld from public disclosure pursuant to 47 C.F.R. §0.459.

Pursuant to 47 C.F.R. §0.459(e), BAE Systems hereby reserves the right— in the unlikely event that the instant Confidentiality Request is denied by the Commission – to

withdraw Exhibit 3 in its entirety prior to Exhibit 3 being placed in the Commission's public files.