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December 18, 2002

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

BY HAND DELIVERY

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street, S.W., Room TW-B204
Washington, D.C. 20554

Re: Northrop Grumman Corporation -- Certification Concerning Initial
Ka-band Satellite System implementation Milestone (Call Sign 2258;
FCC File Nos. SAT-LOA-19970204-0008883 and
SAT-AMD-19971222-00229)

SAT-LOA-19970904-00083

Received

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Dear Ms. Dortch:

On December 12, 2002, the Deputy Chief of the International Bureau's Satellite Division sent a letter to counsel for TRW Inc. ("TRW") requesting additional information that the Commission indicated it required in order to determine that TRW is committed to proceed with construction, launch, and operation of a Ka-band satellite network at the 116.5° East Longitude orbital location. *See* Letter dated December 12, 2002, from Fern Jarmulnek, Deputy Chief, Satellite Division, International Bureau, to Stephen D. Baruch and David S. Keir, Counsel for TRW ("Satellite Division Letter"). TRW was given just six business days – until December 20, 2002 -- within which to provide a complete response to the multi-part request for information.

As the Commission is aware, TRW has been the subject of a corporate merger agreement with Northrop Grumman Corporation ("Northrop Grumman") for the last five months. Earlier this month, the Commission granted the authorizations necessary to enable TRW to transfer its above-referenced Ka-band license (along with the other three licensed satellites for which construction has not yet been required to begin) to Northrop Grumman. *See TRW Inc. and Northrop Grumman Corporation*, DA 02-3373 (Satellite Div., released December 6, 2002). On December 11, 2002, just one day prior to the transmission of the Satellite Division Letter, and following receipt of the final required regulatory approvals from the relevant government authorities, control of TRW was indeed passed to Northrop Grumman, and what was once the Space & Electronics Group of TRW became a unit of Northrop Grumman. Formal notification of the consummation of the authorized transfer of control will be provided to the Commission in due course.

Northrop Grumman Corporation, as the new owner of TRW, hereby requests the Commission to extend until February 28, 2003 the deadline for complying with the information contained in the Satellite Division letter. This request is necessitated by the now on-going



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integration of operations and planning activities of TRW Space and Electronics into the new Northrop Grumman Space Technology sector. Announced changes in senior management and review processes will be taking place during the next four months and both the Commission and Northrop Grumman will benefit from the pending internal review of these licenses and on-going satellite activities during integration.

In response to an earlier Commission request, TRW timely filed the materials supporting its certification in September 2002, fully three months before the Satellite Division Letter was sent. Northrop Grumman maintains that these materials were sufficient to demonstrate compliance with the commencement of construction milestone for the licensee's first satellite. Nevertheless, Northrop Grumman is prepared to respond to the most recent request, but it deserves more than one week to do so under even ordinary circumstances. Much of the information responsive to the Satellite Division Letter can be gathered in the next few weeks (Northrop Grumman, along with many other companies in the industry, shuts down for the Holidays) and will be submitted to the Commission as soon as possible.

In sum, Northrop Grumman is aware of the challenges TRW faced in securing the subject Ka-band licenses just last year, and made the affirmative decision to pursue Commission authorization to take control of the licenses along with the responsibilities entailed. Although some of the informational requests made by the Commission will not require a great deal of time to address, the transitional state of the corporate entities involved reasonably necessitates additional time to allow new corporate decision makers to be briefed concerning the plans associated with the Ka-band satellite licenses, and the progress made toward their implementation. In view of the significant number of other business matters that must be addressed during this same period, the company requests that the Commission grant it until February 28, 2003 to respond fully to the Satellite Division Letter.

Please address any questions you may have regarding this request to the undersigned.

Thank you for your consideration.

Respectfully submitted,

Stephen D. Baruch
Counsel for TRW Inc.
(a subsidiary of Northrop Grumman Corporation)

cc: Fern Jarmulnek