

SECRETARY OF THE SENATE

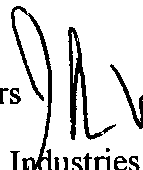
NORTHROP GRUMMAN

01 AUG 13 AM 11:36

Northrop Grumman Corporation
Washington Office
1000 Wilson Boulevard, Suite 2300
Arlington, Virginia 22209-2278
Telephone 703-875-8400

Senate ID# 29551-12
House ID# 31641000

To: Clerk of the House of Representatives
Secretary of the Senate

From: Jim Meltsner, Manager, Legislative Affairs 

Subject: Northrop Grumman Acquisition of Litton Industries

Date: August 10, 2001

Attached please find the Northrop Grumman Form LD-2 covering the period January 1, 2001 to June 30, 2001. On April 3, 2001 Northrop Grumman Corporation acquired Litton Industries. This report incorporates Litton lobbying activity and expenses from April 3, 2001 to June 30, 2001.

Litton activity prior to April 3, 2001 is reflected in the Litton Industries Termination Report covering the period January 1, 2001 to April 3, 2001. All future Northrop Grumman Reports will include the lobbying activities and expenses of Litton Industries.

Atch: Form LD-2



Recycled paper



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| Clerk of the House of Representatives Legislative Resource Center B-106 Cannon Building Washington, DC 20515 | Secretary of the Senate Office of Public Records 232 Hart Building Washington, DC 20510 |
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SECRETARY OF THE SENATE

01 AUG 13 AM 11:00

LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) - All Filers Are Required To Complete This Page

| | | | |
|--|---------------------------|--|----------------------------|
| 1. Registrant Name Northrop Grumman Corporation | | | |
| 2. Address <input type="checkbox"/> Check if different than previously reported 1000 Wilson Blvd., Suite 2300 Arlington, VA 22209 | | | |
| 3. Principal Place of Business (if different from line 2) City: _____ State/Zip (or Country) _____ | | | |
| 4. Contact Name Mr. Jim Meltsner | Telephone 703-875-8546 | E-mail (optional) jim_meltsner@mail.northgrum.com | 5. Senate ID # 29552-12 |
| 7. Client Name <input type="checkbox"/> Self | | | 6. House ID # 31641001 |

TYPE OF REPORT 8. Year 2001 Midyear (January 1-June 30) OR Year End (July 1-December 31)

9. Check if this filing amends a previously filed version of this report

10. Check if this is a Termination Report ⇒ Termination Date _____

11. No Lobbying Activities

INCOME OR EXPENSES - Complete Either Line 12 OR Line 13

| | |
|--|--|
| <p align="center">12. Lobbying Firms</p> <p>INCOME relating to lobbying activities for this reporting period was:</p> <p>Less than \$10,000 <input type="checkbox"/></p> <p>\$10,000 or more <input type="checkbox"/> ⇒ \$ _____ Income (nearest \$20,000)</p> <p>Provide a good faith estimate, rounded to the nearest \$20,000, of all lobbying related income from the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).</p> | <p align="center">13. Organizations</p> <p>EXPENSES relating to lobbying activities for this reporting period were:</p> <p>Less than \$10,000 <input type="checkbox"/></p> <p>\$10,000 or more <input checked="" type="checkbox"/> ⇒ \$ <u>5,060,969.00</u> Expenses (nearest \$20,000)</p> <p>14. REPORTING METHOD. Check box to indicate reporting accounting method. See instructions for description of method.</p> <p><input type="checkbox"/> Method A. Reporting amounts using LDA definitions</p> <p><input type="checkbox"/> Method B. Reporting amounts under section 6033(e) Internal Revenue Code</p> <p><input checked="" type="checkbox"/> Method C. Reporting amounts under section 162(e) Internal Revenue Code</p> |
|--|--|

Signature _____

Robert W. Helm

Printed Name and Title Robert W. Helm, Corporate Vice President, Government Relations



Registrant Name Northrop Grumman Client Name _____

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant is engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code DEF (one per page)

16. Specific lobbying issues
See page 3.

17. House(s) of Congress and Federal agencies contacted Check if None
House, Senate, Department of Defense, White House

18. Name of each individual who acted as a lobbyist in this issue area

| Name | Covered Official Position (if applicable) |
|--------------------------------------|--|
| Robert W. Helm | Corporate Vice President, Government Relations |
| Susan C. Lavrakas | Manager, Legislative Affairs |
| Mary Diane O'Toole | Manager, Legislative Affairs |
| Jerry D. Woods | Manager, Legislative Affairs |
| Diane Harper | Manager, Legislative Affairs |
| Stephen L. Sutton | Manager, Legislative Affairs |
| James R. Meltsner | Manager, Legislative Affairs |
| Douglas Ritter (as of April 3, 2001) | Manager, Legislative Affairs |
| B. Parker Miller | Manager, Legislative Affairs |
| Marsha Kwalwasser | Director, State Relations |
| Steve Winchell | Congressional Liason Manager |
| Devora K. Griggs | Administrator, Congressional Website |
| | |
| | |

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

Signature _____ Date August 10, 2001

Printed Name and Title Robert W. Helm, Corporate Vice President, Government Relations



**LOBBYING ISSUES:
DEFENSE ATTACHMENT**

16. Specific lobbying issues

In the Defense Authorization and Defense Appropriations Bills:

- a) B-2A, B-2A MSIP, B-2 Capability enhancements, Multi-Platform-Radar Technology Insertion Program (MP-RTIP), Joint STARS, Global Hawk, Broad Area Maritime Surveillance (BAMS), E-2C, E-2C Radar Modernization Program (RMP), EA-6B, UCAV-N, VTUAV, Fire Shield, Quiet Supersonic Platform (QSP)/ Section 845, F/A-18E/F, Joint Strike Fighter, NASA Second Generation Launch Vehicle, BQM-74 Aerial Target, MSTAR (BAT P3I), Brilliant Anti-Tan Munition (BAT), Advanced SEAL Delivery System (ASDS), ALQ-135 Band 1.5, LITENING II+ Classified Special Programs, Foliage Penetrating (FOPEN) radar demo, Intercooled Recuperated Engine (ICR) for DD-21/DDG-51, APN-241 for Air National Guard C-130, SPQ-9f SSTx (P3I), Naval Fires Network (Tactical Exploitation System, TES - related), Integrated Family of Test Equipment (IFTE), TPS-70SS for Counternarcotics, ALQ-131 & ALQ-184, DIRCM for ANG C-130, CAT RADCOM, SYS-2, Generic Acoustic Simulation System (GASS), Wideband Infrared Countermeasures (IRCM), High Performance Waveform Generator, Unmanned Surface Vehicle (USV), Littoral Surveillance System (LSS) (TES-related), Remote Ordnance Neutralization System (RONS) Tactical Unmanned Ground Vehicle (TUGV), Mobile Reprogrammable Threat Emitter System (MRES), CECOM's Installed System Test Facility, A Force Integrated Demonstrations and Applications Laboratory (IDAL), F-22, Joint Strike Fighter SBIRS-High, SBIRS-Low, ALQ-135 Decoy Integration on F-15, National Missile Defense (NMD) Launchers, National Missile Defense Technology Competition, Electromagnetic Aircraft Launch System (EMALS), Aerial Common Sensor (ACS), NSSN Electric Drive, and SPQ-9B for DDG-51
- b) Litton programs*: CG 47 Cruiser Conversion, High Temperature Superconducting Propulsive Motor, National Shipbuilding Research Program, Multi-function Multi-band Multi-bearing Communications Antenna System (M3CAS), Completed Contract Method of Accounting, LPD 17, DD 21, LHD 8, T-AKE, General Dynamics proposed purchase of Newport News Shipbuilding (NNS), Northrop Grumman bid for NNS, Submarines for Egypt, Taiwan Ship transfers/purchases, Joint Engineering Data Management Information & Control System (JEDMICS), Reliability & Maintainability Information System (REMIS), Extending the Littoral Battlespace (ELB), Joint Battlespace Infosphere (JBI-DT), Government Computer-Based Patient Records (GCPR), Guard Health Net Pilot, Pacific Medical Testbed, NASA Sounding Rocket Operations Contract (NSROC), Mechanization of Contract Administration Services (MOCAS) Laser Eye Protection (LEP), Restraint of FFRDCs, Prompt Payment for Services Sector AN/APR 39A (V)2, AN/ALR 67 (V)2, START, SOCOM Small Boat Receivers, AN/ALR 66 MSTRS, AN/SLY-2 (V)-AIEWS, PLAID, Vacuum Electronics Research Initiative, AWACS AN/PVS-17 (SOCOM), Army Night Vision (Goggles), AN/PVS-17 (Marines), ANVIS (Army) ANVG Fusion Goggle, ENVG Infantry Goggle, Gyro Stabilized Platform, ADS, Towed Array CAVES, P-3C GPS Upgrade for RINU, Ind. Preparedness/MANTECH, Army HH-60L Medvac "Q" (LLS), CG 47 Machine Controls Upgrade, MCAD, PICT (LAS), Electronic Maintenance System, TACS Modernization (MCE) Sustainment, Lightweight Laser Designator/Rangefinder MELIOS AN/PVS-6, WSN-7B Replacement for WSN-2MK Gyro, AN/BPS 15 Integration w/Sut TIDS, Advanced Phase Vapor Technology, Solid State Heat Capacity Laser (SSHCL), OBOGS F-16, OBOGS A-10, and OBOGS Upgrade/LOX for Navy aircraft

In the FY01 Supplemental (H.R. 2216 - PL 107-20):

LPD 17*, Global Hawk, Naval Fires Network (NFN), and ISRBM

* As of April 3, 2000



Registrant Name Northrop Grumman Client Name _____

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, information as requested. Attach additional page(s) as needed.

15. General issue area code GOV (one per page)

16. Specific lobbying issues

Truthfulness, Responsibility and Accountability in Contracting (TRAC) Act (S. 1152 and H.R. 721)*

* As of April 3, 2001

17. House(s) of Congress and Federal agencies contacted

Check if None

House, Senate

18. Name of each individual who acted as a lobbyist in this issue area

| Name | Covered Official Position (if applicable) |
|--------------------------------------|--|
| Robert W. Helm | Corporate Vice President, Government Relations |
| Susan C. Lavrakas | Manager, Legislative Affairs |
| Mary Diane O'Toole | Manager, Legislative Affairs |
| Jerry D. Woods | Manager, Legislative Affairs |
| Diane Harper | Manager, Legislative Affairs |
| Stephen L. Sutton | Manager, Legislative Affairs |
| James R. Meltsner | Manager, Legislative Affairs |
| Douglas Ritter (as of April 3, 2001) | Manager, Legislative Affairs |
| B. Parker Miller | Manager, Legislative Affairs |
| Marsha Kwalwasser | Director, State Relations |
| Devora K. Griggs | Administrator, Congressional Website |
| | |
| | |

19. Interest of each foreign entity in the specific issues listed on line 16 above

Check if None

Signature _____ Date August 10, 2001

Printed Name and Title Robert W. Helm, Corporate Vice President, Government Relations



Registrant Name Northrop Grumman Client Name _____

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant is engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, information as requested. Attach additional page(s) as needed.

15. General issue area code MAR (one per page)

16. Specific lobbying issues

Title XI Loan Guarantees*:

DoD Authorization Bill; Commerce, Justice, State and the Judiciary Appropriations Bills (S. 1215 and H.R. 25

* As of April 3, 2001

17. House(s) of Congress and Federal agencies contacted

Check if None

House, Senate, U.S. Maritime Administration (MARAD)

18. Name of each individual who acted as a lobbyist in this issue area

| Name | Covered Official Position (if applicable) |
|--------------------------------------|--|
| Robert W. Helm | Corporate Vice President, Government Relations |
| Susan C. Lavrakas | Manager, Legislative Affairs |
| Mary Diane O'Toole | Manager, Legislative Affairs |
| Jerry D. Woods | Manager, Legislative Affairs |
| Diane Harper | Manager, Legislative Affairs |
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| Devora K. Griggs | Administrator, Congressional Website |
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Check if None

Signature _____ Date August 10, 2001

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Registrant Name Northrop Grumman Client Name _____

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant is engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code POS (one per page)

16. Specific lobbying issues

Postal Reform*

* As of April 3, 2001

17. House(s) of Congress and Federal agencies contacted

Check if None

House, Senate, U.S. Postal Service

18. Name of each individual who acted as a lobbyist in this issue area

| Name | Covered Official Position (if applicable) |
|--------------------------------------|--|
| Robert W. Helm | Corporate Vice President, Government Relations |
| Susan C. Lavrakas | Manager, Legislative Affairs |
| Mary Diane O'Toole | Manager, Legislative Affairs |
| Jerry D. Woods | Manager, Legislative Affairs |
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| James R. Meltsner | Manager, Legislative Affairs |
| Douglas Ritter (as of April 3, 2001) | Manager, Legislative Affairs |
| B. Parker Miller | Manager, Legislative Affairs |
| Marsha Kwalwasser | Director, State Relations |
| Devora K. Griggs | Administrator, Congressional Website |
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19. Interest of each foreign entity in the specific issues listed on line 16 above

Check if None

Signature _____ Date August 10, 2001

Printed Name and Title Robert W. Helm, Corporate Vice President, Government Relations



Registrant Name Northrop Grumman Client Name _____

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, information as requested. Attach additional page(s) as needed.

15. General issue area code TAX (one per page)

16. Specific lobbying issues

R&E Tax Credit Extension (S. 41 and H.R. 41), Foreign Sales Corporation (PL 106-519), Completed Contract Method of Accounting (S. 666 and H.R. 2189), and Tax Relief Package (H.R. 1836 - P.L. 107-16)

17. House(s) of Congress and Federal agencies contacted Check if None

House, Senate, Dept. of Treasury, USTR

18. Name of each individual who acted as a lobbyist in this issue area

| Name | Covered Official Position (if applicable) |
|--------------------------------------|--|
| Robert W. Helm | Corporate Vice President, Government Relations |
| Susan C. Lavrakas | Manager, Legislative Affairs |
| Mary Diane O'Toole | Manager, Legislative Affairs |
| Jerry D. Woods | Manager, Legislative Affairs |
| Diane Harper | Manager, Legislative Affairs |
| Stephen L. Sutton | Manager, Legislative Affairs |
| James R. Meltsner | Manager, Legislative Affairs |
| Douglas Ritter (as of April 3, 2001) | Manager, Legislative Affairs |
| B. Parker Miller | Manager, Legislative Affairs |
| Marsha Kwalwasser | Director, State Relations |
| Devora K. Griggs | Administrator, Congressional Website |

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

Signature _____ Date August 10, 2001

Printed Name and Title Robert W. Helm, Corporate Vice President, Government Relations



Registrant Name Northrop Grumman Client Name _____

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant is engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code TRA (one per page)

16. Specific lobbying issues

H.R. 2299, S. 1178 Transportation Appropriations bills:
Service Life Extension Program for ASR-9/Mode-S SLEP, Coast Guard HU-25 Mods,
Litton programs*: Integrated Deepwater System (USCG), ETVS/DVRS/RDVS, and
Voice Recorder Replacement Program (VRRP)

* As of April 3, 2001

17. House(s) of Congress and Federal agencies contacted Check if None

House, Senate, FAA, Dept. of Transportation, U.S. Coast Guard

18. Name of each individual who acted as a lobbyist in this issue area

| Name | Covered Official Position (if applicable) |
|--------------------------------------|--|
| Robert W. Helm | Corporate Vice President, Government Relations |
| Susan C. Lavrakas | Manager, Legislative Affairs |
| Mary Diane O'Toole | Manager, Legislative Affairs |
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19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

Signature _____ Date August 10, 2001

Printed Name and Title Robert W. Helm, Corporate Vice President, Government Relations



Registrant Name Northrop Grumman Client Name _____

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant is engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

15. General issue area code TRD (one per page)

16. Specific lobbying issues

EXIM Bank Reauthorization and Funding (S. 1372 and H.R. 2517), and Foreign Operations Appropriations B

17. House(s) of Congress and Federal agencies contacted Check if None

House, Senate, EXIM Bank

18. Name of each individual who acted as a lobbyist in this issue area

| Name | Covered Official Position (if applicable) |
|--------------------------------------|--|
| Robert W. Helm | Corporate Vice President, Government Relations |
| Susan C. Lavrakas | Manager, Legislative Affairs |
| Mary Diane O'Toole | Manager, Legislative Affairs |
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19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

Signature _____ Date August 10, 2001

Printed Name and Title Robert W. Helm, Corporate Vice President, Government Relations



Registrant Name Northrop Grumman Client Name _____

Information Update Page - Complete ONLY where registration information has changed.

20. Client new address

21. Client new principal place of business (if different from line 20)

City

State/Zip (or Country)

22. New general description of client's business or activities

LOBBYIST UPDATE

23. Name of each previously reported individual who is **no longer** expected to act as a lobbyist for the client

ISSUE UPDATE

24. General lobbying issues previously reported that **no longer** pertain

AFFILIATED ORGANIZATIONS

25. Add the following affiliated organization(s)

| Name | Address | Principal Place of Business (city and state or country) |
|------|---------|--|
| | | |

26. Name of each previously reported organization that is **no longer** affiliated with the registrant or client

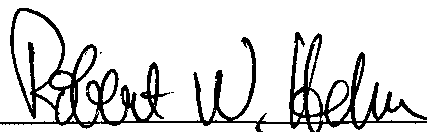
FOREIGN ENTITIES

27. Add the following foreign entities

| Name | Address | Principal place of business (city and state or country) | Amount of contribution for lobbying activities | C p c |
|------|---------|--|---|-------------|
| | | | | |

28. Name of each previously reported foreign entity that **no longer** owns, or controls, or is affiliated with the registrant affiliated organization

Signature



Date August 10, 2001

