

L 3 COMMUNICATIONS CORP  
Form 8-K  
October 08, 2009

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF  
THE SECURITIES EXCHANGE ACT OF 1934  
Date of Report (date of earliest event reported): October 8, 2009**

**L-3 Communications Holdings, Inc.  
L-3 Communications Corporation**

(Exact Name of Registrants as Specified in Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**001-14141  
333-46983**

**13-3937434  
13-3937436**

(Commission File Numbers)

(IRS Employer Identification Nos.)

**600 Third Avenue, New York, New York**

**10016**

(Address of Principal Executive Offices)

(Zip Code)

**(212) 697-1111**

(Registrants Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13.e-4(c))
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SECTION 8 OTHER EVENTS

**Item 8.01. OTHER EVENTS.**

As previously reported, on October 2, 2009, L-3 Communications Corporation (the Company), a wholly owned subsidiary of L-3 Communications Holdings, Inc., consummated its offering of \$1.0 billion in aggregate principal amount of 5.20% Senior Notes due 2019 (the Notes). On October 8, 2009, the Company used a portion of the net proceeds from the offering of the Notes and cash on hand, to repay in full its \$650 million outstanding term loan under the Company's five year senior credit agreement, dated as of March 9, 2005, which consists of the term loan and a \$1.0 billion revolving senior credit facility. The Company's \$1.0 billion revolving senior credit facility portion of the senior credit agreement remains in effect.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

L-3 COMMUNICATIONS HOLDINGS, INC.  
L-3 COMMUNICATIONS CORPORATION

By: /s/ Ralph G. D. Ambrosio  
Name: Ralph G. D. Ambrosio  
Title: Vice President and Chief Financial  
Officer  
(Principal Financial Officer)

Dated: October 8, 2009