

L 3 COMMUNICATIONS HOLDINGS INC  
Form 8-K  
April 25, 2008

**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): **April 21, 2008**

**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**

(Commission File Number) **13-3937434**

**13-3937436**

(IRS Employer Identification No.) **600 THIRD AVENUE, NEW YORK, NEW YORK**

(Address of Principal Executive Offices) **10016**

(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 240.13e-4(c))
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**SECTION 5 -**

**CORPORATE GOVERNANCE AND MANAGEMENT**

**ITEM 5.02. -**

**Departure of Directors or Certain Officers; Election of Directors;  
Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) On April 21, 2008, Robert W. Drewes, Senior Vice President and President of the L-3 Integrated Systems Group, provided notice to the company that he will retire effective August 4, 2008. The company has begun a search for his replacement and is considering both internal and external candidates.

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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

Dated: April 25, 2008