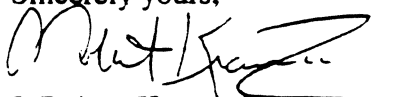


could thus reduce the incentive for Northrop's Payload and Satellite Prime businesses to team with each other, even if the formation of such teams would be in the best interests of DoD. Rather than creating an inflexible rule, the Final Judgment permits the Compliance Officer to take all relevant factors into account in deciding whether the withholding of any given investment or development result constitutes the discrimination forbidden by the Final Judgment.

Thank you for bringing your concerns to our attention; we hope this information will help alleviate them. Pursuant to the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(d), a copy of your comment and this response will be published in the Federal Register and filed with the Court.

Sincerely yours,

A handwritten signature in black ink, appearing to read "J. Robert Kramer II", with a long horizontal flourish extending to the right.

J. Robert Kramer II
Chief
Litigation II Section