

UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION

COMMISSIONERS: Joseph J. Simons, Chairman  
Maureen K. Ohlhausen  
Noah Joshua Phillips  
Rohit Chopra  
Rebecca Kelly Slaughter

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In the Matter of )  
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 )  
NORTHROP GRUMMAN CORPORATION, )  
a corporation; )  
 ) Docket No. C-4652  
and )  
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 )  
ORBITAL ATK, INC. )  
a corporation. )  
 )  

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COMPLAINT

Pursuant to the Clayton Act and the Federal Trade Commission Act (“FTC Act”), and its authority thereunder, the Federal Trade Commission (“Commission”), having reason to believe that Respondent Northrop Grumman Corporation (“Northrop”), a corporation subject to the jurisdiction of the Commission, has agreed to acquire Orbital ATK, (Orbital”), a corporation subject to the jurisdiction of the Commission, in violation of Section 5 of the FTC Act, as amended, 15 U.S.C. § 45, that such acquisition, if consummated, would violate Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18, and Section 5 of the FTC Act, as amended, 15 U.S.C. § 45, and it appearing to the Commission that a proceeding in respect thereof would be in the public interest, hereby issues its Complaint, stating its charges as follows:

I. RESPONDENTS

1. Respondent Northrop Grumman Corporation, is a corporation organized, existing, and doing business under, and by virtue of, the laws of the State of Delaware with its executive offices and principal place of business located at 2980 Fairview Park Drive, Falls Church, Virginia 22042.

2. Respondent Orbital ATK, Inc. is a corporation organized, existing, and doing business under, and by virtue of, the laws of the State of Delaware with its executive offices and principal place of business located at 45101 Warp Drive, Dulles, Virginia 20166.



contractor in the highly concentrated missile system market. Northrop has demonstrated its technical, financial, and organizational ability to compete for complex United States Government missile systems by, among other things, being one of two suppliers awarded Technology Maturation and Risk Reduction phase contracts to develop preliminary designs for the Ground Based Strategic Deterrent program, the nation's intercontinental ballistic missile system.

## V. ENTRY CONDITIONS

10.

WHEREFORE, THE PREMISES CONSIDERED, the Federal Trade Commission  
this fifth day of June, 2018, issues its Complaint against said Respondent

By the Commission.

Janice Podoll Frankle  
Acting Secretary

SEAL: