Edgar Filing: L 3 COMMUNICATIONS HOLDINGS INC - Form 4

L 3 COMMUNICATIONS HOLDINGS INC Form 4 November 08, 2006 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SHALIKASHVILI JOHN M Issuer Symbol L 3 COMMUNICATIONS (Check all applicable) HOLDINGS INC [LLL] (Last) (First) (Middle) 3. Date of Earliest Transaction X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) C/O L-3 COMMUNICATIONS 11/07/2006 CORPORATION, 600 THIRD **AVENUE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting NEW YORK, NY 10016 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of 6. Transaction(A) or Disposed of (D) Indirect Security (Month/Day/Year) Execution Date, if Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial anv (Month/Day/Year) (Instr. 8) Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V (D) Price Amount Common \$ 11/07/2006 3,543⁽²⁾ D Μ 3,000 Α Stock 23.13 Common 11/07/2006 5.000 \$35 8.543 (2) D Μ Α Stock Common 12,043 (2) 11/07/2006 Μ 3,500 D Α 60.83 Stock Common \$ 39.19 2,500 11/07/2006 Μ А 14,543 (2) D Stock 11/07/2006 S 14,000 D 543 (2) D

Edgar Filing: L 3 COMMUNICATIONS HOLDINGS INC - Form 4

Common	\$
Stock	81.83
	(1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned	ł
(e.g., puts, calls, warrants, options, convertible securities)	

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
04/03/2000 Director Stock Option (Right to buy)	\$ 23.13	11/07/2006		М	3,000	(3)	04/03/2010	Common Stock	3,000
07/10/2001 Director Stock Option (Right to buy)	\$ 35	11/07/2006		М	5,000	(3)	07/10/2011	Common Stock	5,000
04/22/2002 Director Stock Option (Right to buy)	\$ 60.83	11/07/2006		М	3,500	(3)	04/22/2012	Common Stock	3,500
04/18/2003 Director Stock Option (Right to	\$ 39.19	11/07/2006		Μ	2,500	(3)	04/18/2013	Common Stock	2,500

buy)

Reporting Owners

Reporting Owner Name / Address		Relationships				
	Director	10% Owner	Officer	Other		
SHALIKASHVILI JOHN M C/O L-3 COMMUNICATION 600 THIRD AVENUE NEW YORK, NY 10016	Х					
Signatures						
/s/ Christopher C. Cambria	11/07/2006					
<u>**</u> Signature of Reporting Person	Date					

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents weighted average selling price of multiple transactions executed on the same date.
- (2) Does not include shares issuable upon the exercise of options.
- (3) This option vests annually in equal one-third increments beginning on the one-year anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.