

Edgar Filing: TRW INC - Form 425

TRW INC  
Form 425  
June 03, 2002

FILING PURSUANT TO RULE 425 OF THE  
SECURITIES ACT OF 1933, AS AMENDED

FILER: NORTHROP GRUMMAN CORPORATION

SUBJECT COMPANY: TRW INC. (NO. 1-2384)

NEWS

Northrop Grumman Corporation  
Public Information  
1840 Century Park East  
Los Angeles, California  
90067-2199  
Telephone 310-553-6262  
Fax 310-556-4561

Contact: Frank Moore (Media) (310) 201-3335  
Gaston Kent (Investors) (310) 201-3423

For Immediate Release

NORTHROP GRUMMAN EXTENDS OFFER

-----  
FOR ALL OUTSTANDING SHARES OF TRW INC.  
-----

LOS ANGELES -- May 31, 2002 -- Northrop Grumman Corporation (NYSE: NOC) today announced that it has extended the expiration of its pending exchange offer for all outstanding shares of common and preferred stock of TRW Inc. (NYSE: TRW) from May 31, 2002, to Friday, June 14, 2002, at midnight EDT.

Approximately 2,987,935 shares of TRW common stock of which 16,447 shares are subject to guaranteed delivery; 1,575 shares of Cumulative Serial Preference Stock II, \$4.40 Convertible Series 1 of which 26 shares are subject to guaranteed delivery; and 3,745 shares of Cumulative Serial Preference Stock II, \$4.50 Convertible Series 3 had been tendered to Northrop Grumman as of 5:00 p.m. EDT on May 31, 2002. The tendered shares are subject to validation by TRW's transfer agent.

Northrop Grumman Corporation is an \$18 billion, global defense company with its worldwide headquarters in Los Angeles. Northrop Grumman provides technologically advanced, innovative products, services and solutions in defense and commercial electronics, systems integration, information technology and nuclear and non-nuclear shipbuilding and systems. With nearly 100,000 employees and operations in 44 states and 25 countries, Northrop Grumman serves U.S. and international military, government and commercial customers.

- more -

Page 2

NORTHROP GRUMMAN EXTENDS OFFER

-----  
FOR ALL OUTSTANDING SHARES OF TRW INC.  
-----

## Edgar Filing: TRW INC - Form 425

Northrop Grumman filed a registration statement on Form S-4 (File No. 333-83672) and a tender offer statement on Schedule TO with the SEC on March 4, 2002 with respect to its offer to exchange all outstanding shares of TRW capital stock for Northrop Grumman stock. These documents contain important information. TRW shareholders should read these documents and any amendments or supplements thereto before making any decision regarding the offer to exchange. Copies of such documents may be obtained without charge at the SEC's website at [www.sec.gov](http://www.sec.gov) or from D.F. King & Co., Inc. the information agent for the offer to exchange, at 800-755-7250.

# # #

0502-153

LEARN MORE ABOUT US: Northrop Grumman news releases, product information, photos and video clips are available on the Internet at: <http://www.northropgrumman.com>

Members of the news media may receive our releases via e-mail by registering at: [http://www.northropgrumman.com/cgi-bin/regist\\_form.cgi](http://www.northropgrumman.com/cgi-bin/regist_form.cgi)