Edgar Filing: LIVANOS ALEXANDER C - Form 4

LIVANOS A	ALEXANDER C									
Form 4	11									
May 02, 201 FORM Check th if no lon subject t Section Form 4 of Form 5 obligation may con See Instr 1(b).	A 4 UNITED S nis box o 16. or 50. 50. 50. 50. 50. 51. 51. 51. 51. 51. 51. 51. 51	Vashington ANGES IN SECUF 1 16(a) of th	, D.C. 20 BENEFI RITIES the Securit ding Com	549 [CIA] ies E: ipany	L OWN xchange Act of	OMMISSION NERSHIP OF e Act of 1934, 1935 or Sectior 0	OMB Number: Expires: Estimated a burden hour response	•		
(Print or Type	Responses)									
	Address of Reporting I ALEXANDER C	Symbo NOR	suer Name and ol THROP GF [NOC]			-	5. Relationship of Issuer (Checl	Reporting Pers		
(Last) 1840 CENT	(First) (M	(Mont	3. Date of Earliest Transaction (Month/Day/Year) 04/29/2011				Director 10% Owner Officer (give title Other (specify below) Corp VP & Chf Tech Officer			
LOS ANG	(Street) ELES, CA 90067		mendment, Da Month/Day/Yea	-			6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M Person	one Reporting Pe	rson	
(City)	(State)	(Zip) T	able I - Non-I	Derivative	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code	4. Securit or(A) or Dis (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	04/29/2011		М	3,828	А	\$ 47.99	71,283 (1)	D		
Common Stock	04/29/2011		S	3,828	D	\$ 62.57	67,455 <u>(1)</u>	D		
Common Stock	04/29/2011		М	4,375	А	\$ 48.55	71,830 <u>(1)</u>	D		
Common Stock	04/29/2011		S	4,375	D	\$ 62.57	67,455 <u>(1)</u>	D		
Common Stock	04/29/2011		М	51,040	А	\$ 41.14	118,495 <u>(1)</u>	D		

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Common		\$					
Stock	04/29/2011	S	51,040	D	62.69 (2)	67,455 <u>(1)</u>	D

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 (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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of
Stock Option (Right-to-Buy)	\$ 47.99	04/29/2011		М	3,828	06/14/2005	06/14/2014	Common Stock	3
Stock Option (Right-to-Buy)	\$ 48.55	04/29/2011		М	4,375	02/07/2006	02/07/2015	Common Stock	4
Stock Option (Right-to-Buy)	\$ 41.14	04/29/2011		М	51,040	02/17/2010	02/17/2016	Common Stock	51

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting of the real of the	Director	10% Owner	Officer		Other		
LIVANOS ALEXANDER C 1840 CENTURY PARK EAST LOS ANGELES, CA 90067			Corp VP & Chf	Tech Officer			
Signatures							
/s/ Kathleen M. Salmas, Attorne Livanos	y-in-Fact	for Alexande	er C.	05/02/2011			

**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).

Total amount includes 13,343 unvested Restricted Performance Stock Rights ("RPSRs") granted under the 2001 Long-Term Incentive Stock Plan ("LTISP") on 2/17/09, with a valuation of performance measurement period ("measurement period") ending on 12/31/11; 14,109 unvested RPSRs granted under the LTISP on 2/16/10, with the measurement period ending on 12/31/12; 6,741 unvested RPSRs

- (1) In the state of the LTISP on 2/15/11 with the measurement period ending on 12/31/12, 0,741 unvested KT SKs granted under the LTISP on 2/15/11 with the measurement period ending on 12/31/13; and 6,741 Restricted Stock Rights granted under the LTISP on 2/15/11 and cliff vests 100% on the fourth anniversary from the grant date on 2/15/15. Grants awarded pursuant to Rule 16b-3(d).
- (2) Represents the weighted average sale price of \$62.69 rounded to the nearest hundredths. The highest prince at which the shares sold was \$62.770 and the lowest price at which the shares sold was \$62.57.

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.