

Filing fee: \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1982

FIRST: The name of the corporation is TRW Inc.

SECOND: It is incorporated under the laws of OHIO

THIRD: Character of business, briefly stated, is MANUFACTURING

FOURTH: If foreign corporation, address of its principal office

23555 Euclid Avenue, CLEVELAND, OHIO 44117

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) CT CORPORATION SYSTEM 111 WESTMINSTER ST. PROVIDENCE, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
	Director	
	Director	
	Director	SEE EXHIBITS I AND IA
	President	ATTACHED
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

SEE ATTACHED EXHIBIT III

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

Dated: February 23 19 82

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1
TRW Inc.

(Name of Corporation)

By F.H. Kettle

Title V. Pres. & Controller

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

OFFICERS' LIST -- TRW INC.
As of April 29, 1981

EXHIBIT I

<u>Name</u>	<u>Office</u>	<u>Address</u>	<u>Name</u>	<u>Office</u>	<u>Address</u>
* R. F. Mettler	Chairman of the Board and Chief Executive Officer	(1)	R. M. Lynas	Vice President	(9)
* S. C. Pace	President and Chief Operating Officer	(1)	R. E. McGinnis	Vice President	(5)
* J. S. Webb	Vice Chairman of the Board	(2)	C. L. Miller	Vice President	(9)
* C. R. Allen	Executive Vice President and Chief Financial Officer	(1)	E. F. Myerholtz	Vice President	(6)
R. A. Campbell	Executive Vice President	(3)	R. B. Perkovic	Vice President and Treasurer	(1)
J. T. Gorman	Executive Vice President	(6)	S. C. Phillips	Vice President	(4)
* A. W. Reynolds	Executive Vice President	(9)	G. A. Poe	Vice President	(9)
G. E. Solomon	Executive Vice President	(2)	J. A. Poremba	Vice President	(9)
L. N. Hand	Senior Vice President and Assistant to the Chairman	(7)	C. T. Harvie	Assistant General Counsel	(1)
R. L. Ashley	Vice President	(3)	K. G. Preston	Assistant General Counsel	(1)
E. N. Button	Vice President	(8)	J. E. Terrell	Assistant General Counsel and Assistant Secretary	(1)
M. A. Coyle	Vice President, General Counsel and Secretary	(1)	R. F. Britton	Assistant Secretary	(1)
T. J. Fay	Vice President	(1)	T. R. Brown	Assistant Secretary	(2)
J. S. Foster, Jr.	Vice President	(1)	A. J. Coakley, Jr.	Assistant Secretary	(3)
G. A. Harter	Vice President	(1)	J. E. Davis	Assistant Secretary	(2)
K. E. Heller	Vice President	(3)	C. R. Ennis	Assistant Secretary	(9)
A. J. Kelley	Vice President and Assistant Chief Financial Officer	(1)	W. E. Gallas	Assistant Secretary	(4)
F. H. Kettle	Vice President and Controller	(1)	W. B. Lawrence	Assistant Secretary	(6)
H. V. Knicely	Vice President	(1)	J. J. McKee	Assistant Secretary	(2)
R. M. Lehman	Vice President	(9)	R. H. Palenschat	Assistant Controller	(1)
			T. L. Peterson	Assistant Secretary	(5)
			W. R. Phillips	Assistant Secretary	(1)
			W. W. T. Stephans	Assistant Treasurer	(1)
			D. M. Steuert	Assistant Treasurer	(1)

* Also a Director

Addresses -- Parenthetical figures above refer to the following locations:

- | | |
|---|--|
| (1) 2355 Euclid Avenue, Cleveland, Ohio 44117 | (5) 31 Burlington Mall Road, Burlington, Massachusetts 01803 |
| (2) One Space Park, Redondo Beach, California 90278 | (6) 20600 Chagrin Boulevard, Cleveland, Ohio 44122 |
| (3) 17880 Wilshire Boulevard, Los Angeles, California 90024 | (7) 2030 M Street, N.W., Washington, D.C. 20036 |
| (4) 9841 Airport Boulevard, Los Angeles, California 90045 | (8) 33 River Street, Chagrin Falls, Ohio 44022 |
| | (9) 30000 Aurora Road, Solon, Ohio 44139 |

DIRECTORS OF TRW INC.

John A. Alexander
Krieg DeVault Alexander & Capehart
2800 Indiana National Bank Tower
One Indiana Square
Indianapolis, Indiana 46204

Charles R. Allen
TRW Inc.
23555 Euclid Avenue
Cleveland, Ohio 44117

Richard D. DeLauer
TRW Inc.
One Space Park
Redondo Beach, California 90278

Sir Alastair Down
The Burmah Oil Company Limited
Burmah House, Pipers Way
Swindon, Wiltshire SN3 1RE
England

W. H. Krome George
Aluminum Company of America
1501 Alcoa Building
Pittsburgh, Pennsylvania 15219

Ruben F. Mettler
TRW Inc.
23555 Euclid Avenue
Cleveland, Ohio 44117

Stanley C. Pace
TRW Inc.
23555 Euclid Avenue
Cleveland, Ohio 44117

Jack S. Parker
General Electric Company
3135 Easton Turnpike
Fairfield, Connecticut 06431

Simon Ramo
TRW Inc.
One Space Park
Redondo Beach, California 9027

A. William Reynolds
TRW Inc.
Tower East, 10th Floor
20600 Chagrin Boulevard
Cleveland, Ohio 44122

Horace A. Shepard
TRW Inc.
23555 Euclid Avenue
Cleveland, Ohio 44117

Charles E. Spahr
1901 Terminal Tower Building
Cleveland, Ohio 44113

H. Guyford Stever
1528 33rd Street, N.W.
Washington, D.C. 20007

J. Sidney Webb
TRW Inc.
One Space Park
Redondo Beach, California 9027

Gerald B. Zornow
6 Tobey Woods
Pittsford, New York 14534

TRW INC.
CAPITAL STOCK
DECEMBER 31, 1981

EXHIBIT III

<u>CLASS</u>	<u>SERIES</u>	<u>PAR VALUE</u>	<u>NUMBER OF SHARES AUTHORIZED</u>	<u>NUMBER OF SHARES ISSUED</u>
Common		\$1.25	50,000,000	33,256,815*
Preference	II	No Par Value	5,000,000	1,824,366
Preference		No Par Value	99,536	-0-

*Excluding Treasury Shares of 679,928.