



AlliedSignal Inc.  
Nuclear/Fluorine Specialties  
Route 45 North  
P.O. Box 430  
Metropolis, IL 62960 USA

618 524 2111  
618 524 6239 Fax

April 12, 1994

Certified Mail:  
P-081-332-504

Mr. Michael Lamastra  
Licensing Section 2, Licensing Branch  
Div. of Fuel Cycle Safety  
and Safeguards, NMSS  
U.S. Nuclear Regulatory Commission  
Washington, D.C. 20555-0001

Re: SUB-526  
Docket 40-3392

Dear Mr. Lamastra:

We have completed the financial test requirements to determine if AlliedSignal qualified for a "Parent Company Guarantee" to provide financial assurance for decommissioning our Metropolis, Illinois Uranium Conversion plant. We do meet the test requirements, and have enclosed letters from our Executive Vice President, Assistant Controller, and Independent Accountants.

We have also enclosed six (6) copies of Page C-23 of our current NRC license to incorporate decommissioning financial assurance into the license.

If you have any questions regarding this matter, please contact Mr. Stanley R. Stevinson (Assistant General Counsel), J. E. Honey or me.

Sincerely,

M. D. Kosmider  
Plant Manager

MDK/sm

Attachments

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9404180170 940412  
PDR ADDOCK 04003392  
PDR

NFI

Wastewater treatment, disposition and sampling is discussed in Section C-4.1. Compliance with applicable effluent release limits and water quality criteria is determined by sampling the plant effluent discharge, and the Ohio River which is the receiving stream for plant effluents.

The main plant effluent is continuously sampled and a daily composite is analyzed for uranium content. The daily samples are composited into a monthly composite sample which is analyzed for uranium, gross alpha, gross beta, and several non-radiological constituents. Quarterly composites of the monthly samples are analyzed by a vendor laboratory for Ra<sup>226</sup> and Th<sup>230</sup>.

Environmental water and sediment samples are taken semi-annually from four locations on the Ohio River. Two samples are obtained from upstream and downstream locations relative to the plant outflow. One sample is collected from the river at the point of outflow, and the fourth sample is obtained on the opposite side of the river. In addition, three inland samples are collected from area lakes and ponds. These samples are analyzed for uranium and fluoride content.

Additional environmental samples are collected semi-annually of soil and vegetation. Six sample stations are located on site at the same location of the low volume air samplers. Seven additional stations are located off-site in the surrounding areas of Illinois and Kentucky covering a radius of about eight miles from the plant. Each sample is analyzed for uranium and fluoride content. Additionally, direct radiation is continuously monitored using environmental TLD's. An environmental TLD badge is located on the restricted area fence on each side of the plant. One badge is located at the nearest property boundary, one is placed at the location of the maximally exposed off-site individual, and one is located at the Metropolis airport, approximately one mile NE of the facility. The badges are exchanged quarterly for analysis by a vendor laboratory.

#### C-5 Special Process Commitments

Although some portions of the UF<sub>6</sub> conversion process are considered proprietary, radiological safety information is not proprietary.

#### C-6 Decommissioning Plan

At the end of the plant life, the facility and site shall be decontaminated and decommissioned in accordance with an NRC approved Decommissioning Plan. Financial assurance for decommissioning is provided through an AlliedSignal self-guarantee letter, dated April 12, 1994.

#### C-7 Radiological Contingency Plan

The plant shall implement a Radiological Contingency Plan in accordance

Frederic M. Poses  
President

Secretary  
Nuclear Regulatory Commission  
Washington, DC. 20555

Re: License SUB -526

Dear Sir/Madam:

AlliedSignal Inc. (herein called "AlliedSignal") operates a uranium hexafluoride conversion facility at Metropolis, Illinois, pursuant to the above-referenced license. This letter, signed by me as Executive Vice President of AlliedSignal and President of Engineered Materials, the business unit responsible for the operations at Metropolis, is submitted to the Nuclear Regulatory Commission as a self-guarantee by AlliedSignal of the costs of decommissioning that facility, as authorized by the Final Rule, entitled "Self-Guarantee as an Additional Financial Assurance Mechanism", published in the December 29, 1993 Federal Register (Vol. 58, No. 248).

Referring to the criteria described in Part III of Appendix B to Part 30 (page 68730 of the December 29, 1993 Federal Register), AlliedSignal hereby guarantees that it will fund and carry out the required decommissioning activities at the Metropolis facility, or upon issuance of an order by the NRC, AlliedSignal will set up and fund a trust in the amount of the current cost estimates for decommissioning. The current decommissioning costs are estimated to be \$16,200,000. AlliedSignal further commits that the foregoing guarantee will remain in force unless AlliedSignal sends notice of cancellation by certified mail to the NRC. AlliedSignal understands that cancellation may not occur, however, during the 120 days beginning on the date of receipt of the notice of cancellation by the NRC, as evidenced by the return receipt. AlliedSignal further commits to provide alternative financial assurance as specified in the NRC's regulations within 90 days following receipt by the NRC of a notice of cancellation of the guarantee.

AlliedSignal's guarantee and the NRC's financial test provisions which are a condition to the guarantee will remain in effect until the NRC has terminated the license or until another financial assurance method acceptable to the NRC has been put in effect by AlliedSignal.

Enclosed are the following documents in support of AlliedSignal's guarantee:

Internal Report, prepared by AlliedSignal's Controller's Department, performing the financial assurance test in conformity with the rules published in the Final Rule. The test demonstrates that AlliedSignal meets NRC requirements. The Internal Report also states that the current bond rating (Standard & Poors) for AlliedSignal is "A". As required by the Final Rule, AlliedSignal will advise the NRC within 20 days after

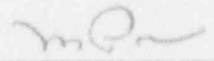
publication by Standard & Poors of any change in rating below the current "A" rating.

An Annual Report covering calendar year 1993 (AlliedSignal's latest fiscal year) filed by AlliedSignal with the SEC pursuant to the requirements of Section 13 of the Securities and Exchange Act of 1934. AlliedSignal commits to forwarding promptly to the NRC and to AlliedSignal's independent auditor any other filings which it might make with the SEC for its latest fiscal year pursuant to Section 13 of the 1934 Act.

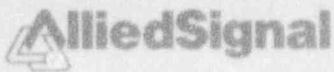
Statement of Price Waterhouse, AlliedSignal's Independent Accountants, comparing data contained in AlliedSignal's financial statements filed with the SEC with the tangible net worth and total assets in the U.S. in accordance with criteria prescribed by the NRC in the Final Rule and concluding that no matters have come to Price Waterhouse's attention that have caused them to believe that the specified data should be adjusted.

Very truly yours,

AlliedSignal Inc.

By: 

Date: \_\_\_\_\_



AlliedSignal Inc  
P.O. Box 1219  
Morristown, NJ 07962-1219

March 28, 1994

Mr. Stanley R. Stevinson  
Assistant General Counsel  
and Assistant Secretary  
AlliedSignal Inc.  
101 Columbia Road  
Morristown, NJ 07962

Subject: NRC Decommissioning Cost Financial Assurance Test

Dear Stan:

In response to your request we have performed the financial assurance test (see Exhibit A) in conformity with the rules published in the Federal Register, Vol. 58, No. 248, on December 29, 1993. This demonstrates that AlliedSignal Inc. does meet NRC requirements, using the decommissioning costs of \$16.2 million for the relevant NRC licensed facilities that you provided.

In addition, we have had Price Waterhouse compare the data used in the financial test to the Company's independently audited 1993 financial statements. We have attached a copy of the report on their procedures.

We have attached two copies of AlliedSignal's most recent Section 13 filing under the Exchange Act of 1934 - the 1993 Annual Report on Form 10-K.

Please call with any comments, questions or concerns.

Very truly yours,

Dieter Schmidt  
Assistant Controller -  
External Reporting and  
Accounting Research

DS/jab  
att.

**AlliedSignal Inc.(the Company) - NRC Financial Assurance Test  
For Year-End December 31, 1993**

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1.	Sum of current decommissioning cost estimates for all nuclear licensed facilities for which the Company is responsible as self-guaranteeing licensee and as parent-guarantor	\$ 16,200,000	
2.	Current bond rating of most recent issuance and name of rating service		"A", Standard & Poor's
3.	Tangible net worth	\$1,281,000,000	
4.	Total assets in U.S.	\$9,045,000,000	
		<hr/>	
		YES	NO
<hr/>			
5.	Is line 3 at least 10 times line 1?	<u>X</u>	—
6.	Are at least 90% of assets located in the U.S.?(a) If not, complete line 7	—	<u>X</u>
7.	Is line 4 at least 10 times line 1?	<u>X</u>	—
8.	Does the Company have at least one class of equity securities registered under the Securities Exchange Act of 1934?	<u>X</u>	—
9.	Has the Company provided the Commission with copies of all reports filed with the Securities and Exchange Commission under Section 13 of the Securities Exchange Act of 1934?	<u>X(b)</u>	—
10.	Has the Company's independent certified public accountant compared the data used by the Company in the financial test with the Company's independently audited year-end financial statements?	<u>X</u>	—

(a) Figures are derived from this firm's independently audited, year-end financial statements for the latest completed fiscal year, ended December 31, 1993.

(b) A copy of the Company's 1993 Annual Report on Form 10-K is attached.

*Price Waterhouse*



**Report of Independent Accountants**

March 28, 1994

To the Board of Directors of AlliedSignal Inc.

We have audited, in accordance with generally accepted auditing standards, the consolidated balance sheet of AlliedSignal Inc. and its subsidiaries ("the Company") as of December 31, 1993 and 1992, and the related consolidated statements of income, of retained earnings and of cash flows for each of the three years in the period ended December 31, 1993, and have issued our report thereon dated February 3, 1994 except for Note 1 (Subsequent Events), which is as of February 7, 1994. We have not audited any financial statements of the Company as of any date or for any period subsequent to December 31, 1993.

The following data are shown in the "AlliedSignal Inc. - NRC Financial Assurance Test For Year-End December 31, 1993" (the "Financial Assurance Test") provided to the Nuclear Regulatory Commission. We have compared this data to the corresponding amounts derived from the aforementioned consolidated financial statements or the detailed accounting records from which such financial statements were prepared.

<u>Description</u>	<u>Amount</u>
Tangible Net Worth	\$1,281,000,000
Total Assets in U.S.	\$9,045,000,000

In connection with the foregoing procedure, no matters came to our attention that caused us to believe that the specified data should be adjusted. Because the foregoing procedure does not constitute an audit made in accordance with generally accepted auditing standards, we do not express an opinion on any of the amounts listed above.

We performed no audit or other procedure with respect to amounts shown in the Financial Assurance Test for current decommissioning cost estimates. Accordingly, we do not express an opinion or any other form of assurance on such amounts.

This report is intended solely for the information and use of the Board of Directors and management of the Company and the Nuclear Regulatory Commission and should not be used for any other purpose.

*Price Waterhouse*

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

**Form 10-K**

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 1993

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 1-8974

**AlliedSignal Inc.**

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction of  
incorporation or organization)

101 Columbia Road  
P.O. Box 4000  
Morristown, New Jersey

(Address of principal executive offices)

22-2640650

(I.R.S. Employer  
Identification No.)

07962-2497

(Zip Code)

Registrant's telephone number, including area code (201)455-2000

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Name of Each Exchange on Which Registered
Common Stock, per value \$1 per share*	New York Stock Exchange Chicago Stock Exchange Pacific Stock Exchange
Money Multiplier Notes due 1996-2000	New York Stock Exchange
9 $\frac{7}{8}$ % Debentures due June 1, 2002	New York Stock Exchange
9.20% Debentures due February 15, 2003	New York Stock Exchange
Zero Coupon Serial Bonds due 1995-2009	New York Stock Exchange
9 $\frac{1}{2}$ % Debentures due June 1, 2016	New York Stock Exchange

\* The common stock is also listed for trading on the Amsterdam, Basle, Frankfurt, Geneva, London, Paris, Tokyo and Zurich stock exchanges.

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K

The aggregate market value of the voting stock held by nonaffiliates of the Registrant was approximately \$11.2 billion at December 31, 1993.

There were 283,833,506 shares of Common Stock outstanding at December 31, 1993. Such amount reflects the impact of the 2-for-1 stock split for shareowners of record on February 22, 1994.

Documents Incorporated by Reference

Part I and II: Annual Report to Shareowners for the Year Ended December 31, 1993.

Part III: Proxy Statement for Annual Meeting of Shareowners to be held April 2<sup>nd</sup>, 1994.



**AlliedSignal Inc.**  
**Cross Reference Sheet**

<u>Form 10-K Item No.</u>	<u>Heading(s) in Annual Report to Shareowners for Year Ended December 31, 1993</u>	<u>Page(s) in Annual Report</u>
1. Business	Note 25. Segment Financial Data .....	38
	Note 24. Geographic Areas—Financial Data .....	38
	Management's Discussion and Analysis .....	20
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5. Market for the Regis- trant's Common Equity and Related Stock- holder Matters	Note 26. Unaudited Quarterly Financial Information .....	39
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6. Selected Financial Data	Selected Financial Data .....	40
7. Management's Discussion and Analysis of Financial Condition and Results of Operations	Management's Discussion and Analysis .....	20
8. Financial Statements and Supplementary Data	Report of Independent Accountants .....	39
	Consolidated Statement of Income .....	27
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	<u>Heading(s) in Proxy Statement for Annual Meeting of Shareowners to be held April 25, 1994</u>	<u>Page(s) in Proxy Statement</u>
10. Directors and Executive Officers of the Registrant	Election of Directors; Voting Securities .....	2, 10
11. Executive Compensation	Election of Directors—Compensation of Directors; Executive Compensation .....	9, 12
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NOTE: AlliedSignal Inc. is sometimes referred to in this Report as the Registrant and as the Company, and AlliedSignal Inc. and its consolidated subsidiaries are sometimes referred to as the Company.

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(a) These items are omitted since the Registrant filed with the Securities and Exchange Commission a definitive Proxy Statement pursuant to Regulation 14A involving the election of directors. Certain other information relating to the Executive Officers of the Registrant appears at pages 14 and 15 of this Report.

## Part I.

### Item 1. Business

AlliedSignal Inc. with its consolidated subsidiaries (sometimes referred to in this Report as the Company) was organized in the State of Delaware in 1985. The Company is the successor to Allied Corporation, which was organized in the State of New York in 1920.

The Company's operations are conducted under three business segments: aerospace, automotive and engineered materials.

The Company's products are used by many major industries, including textiles, construction, plastics, electronics, motor vehicles, chemicals, housing, telecommunications, utilities, packaging, military and commercial aviation and aerospace, and in the space program, and agriculture. The following is a description of the Company's three business segments and their principal products and activities.

#### Aerospace

The Aerospace segment is composed of AlliedSignal Aerospace. It is among the world's largest manufacturers and suppliers of advanced technology products and services for the military, commercial and general aviation, and space markets.

The Company serves key military and commercial segments of the aviation, defense and space markets with a broad array of systems, subsystems, components and services. It designs, develops, manufactures, markets and services hundreds of products found on all types of aircraft from single-engine executive aircraft and wide-bodied "jumbos", flown by the world's commercial carriers, to trainers, transports, bombers, fighters and helicopters used by the U.S. and other countries for national defense. The Company's global business consists primarily of original-equipment sales and an extensive aftermarket business, including spare parts, maintenance and repair, and retrofitting. Worldwide customers include all of the major airframe and engine manufacturers, including Boeing, McDonnell Douglas, Lockheed, Airbus Industrie (Airbus), British Aerospace, Fokker, Cessna, Fairchild, Dassault, Rockwell, Pratt & Whitney, General Electric (GE) and Rolls Royce as well as the world's leading airlines.

Principal products, manufactured for military aircraft, civil air transport and general aviation markets, include primary propulsion, consisting of turboprop, turbofan, turbojet and turboshaft engines, and auxiliary power gas turbine engines; environmental control systems, consisting of air conditioning, cabin pressure and temperature controls; airborne weather avoidance and collision avoidance radar systems; aircraft communications—both voice and data; microwave landing systems; automatic flight control systems; pneumatic control systems; engine and flight instruments; motion sensing and air data systems; navigation and identification equipment, including identification of friend-or-foe systems; cockpit data recorders; ground proximity warning equipment; electric power generating systems; fuel control systems; aircraft wheels and brakes; test systems; electromechanical and hydraulic systems and components; heat transfer equipment and engine oil cooling systems. Other products include electronic cooling systems and infrared radiation suppressors.

The Company also manufactures products for missiles, spacecraft defense command, control communication and intelligence programs and oceanic applications, primarily for defense markets. Products include cryptographic equipment, radar proximity fuzes, space-pointing devices for deep space probes and control systems for spacecraft, gyroscopes for tactical missiles and military aircraft, antisubmarine warfare systems as well as field engineering management and technical support services to the National Aeronautics and Space Administration (NASA) and the U.S. Department of Energy (DOE).

In addition, the Company operates a large network of aircraft service and overhaul installations. These operations include airport-based facilities in California, Texas, Illinois, Georgia and New York, plus repair and overhaul facilities in Alabama and Arizona in the U.S. as well as Singapore, the United Kingdom (U.K.) and Germany overseas.

In 1993 the Company completed the purchase of Sundstrand's Data Control business which had 1992 sales of \$194 million. The operation, now called AlliedSignal Avionics, strengthens the Company's core avionics business by broadening its commercial and avionics product lines and by providing important systems integration opportunities. The integration of data management with communications and derivative systems is one of the fastest growing segments of the avionics market. The Company also acquired the aircraft wheel and brake overhaul operations of Air Treads, Inc. which had 1992 sales of approximately \$22 million. In March 1994 the Company announced that it was negotiating with Moog Inc. the sale of a small business which manufactures mechanical and hydraulic actuation products.

The Company is affected by the level of expenditures for defense and space programs and the level of production of commercial and general aviation aircraft. The Company's aerospace products are sold directly to the U. S. government, aircraft manufacturers and commercial airlines, and to dealers and distributors of general aviation products.

Moderate growth in the Company's commercial business for aerospace products is expected, over the long term, to mitigate a reduction in U.S. defense spending. Moreover, aerospace sales are not dependent on any one key defense program or commercial customer. However, contract awards by aircraft manufacturers, some of which are discussed below, can be cancelled or reduced if aircraft orders are cut back. The products and services are sold in competition with those of a large number of other companies, some of which have substantial financial resources and significant technological capabilities. Among those companies that compete with several of the segment's product areas are GE, Honeywell, Rockwell International, Sundstrand and United Technologies.

Sales to the U.S. government, acting through its various departments and agencies and through prime contractors, amounted to \$1,911 million for 1993 and \$2,061 million for 1992, which amounts include sales to the Department of Defense of \$1,391 million in 1993 and \$1,570 million in 1992. Approximately 61% and 64% of sales to the U.S. government in 1993 and 1992, respectively, were made under fixed-price contracts in which the Company agrees to perform the contract for a fixed price and retains for itself any benefits of cost savings or must bear the burden of cost overruns.

Government contracts are generally terminable by the government at will. Upon termination, the contractor is normally entitled to reimbursement for allowable costs and to an allowance for profit. However, if the contract is terminated because of the contractor's default, the contractor may not recover all of its costs and may be liable for any excess costs incurred by the government in procuring undelivered items from another source.

The Company, as are other government contractors, is subject to government investigations of business practices and compliance with government procurement regulations. Although such regulations provide that a contractor may be suspended or debarred from government contracts under certain circumstances, and the outcome of pending government investigations cannot be predicted with certainty, management is not presently aware of any such investigation which it expects will have a material adverse effect on the Company.

Orders for certain products sold to general and commercial aviation customers mainly consist of relatively short-term and frequently renewed commitments. Government procurement agencies generally issue contracts covering relatively long periods of time. The total backlog of unfilled orders for products and services for both government and commercial contracts was \$4,773 million at December 31, 1993 and \$4,859 million at December 31, 1992 of which funded U.S. and foreign government orders were \$1,283 million and \$1,557 million for the respective years. The Company anticipates that approximately \$2,335 million of the total 1993 backlog will be filled during 1994.

The Aerospace segment's international operations consist primarily of exporting U.S. manufactured products, performance of services, operating aircraft repair and overhaul facilities and licensing activities. The principal manufacturing facilities outside of the U.S. are in Canada and Germany.

In 1993, as in the prior year, U.S. defense budgets and those of most other nations continued to decline. Furthermore, most major U.S. and international airlines operated in a difficult economic environment with only modest turnarounds beginning in the second half of 1993. While the regional airlines showed some financial strength, growth in the high end corporate aviation market remained

flat. As a result, 1993 was a challenging year. Nonetheless, Aerospace had strong success in booking new programs, being awarded approximately 65% of the programs bid.

Chalk Airlines purchased AlliedSignal Engine's (AE) TPE331-14 turboprop to re-engine their fleet of Albatross amphibian aircraft. The sales potential of the engine retrofit program is \$24 million. The U.S. Army funded a \$73 million contract add-on under which LHTEC, the joint venture company of the Allison Gas Turbine Division of General Motors and AE, will continue development of a growth version of its T-800 turboshaft engine which has been selected for use on the RAH-66 Comanche helicopter.

The Company received new military avionics contracts in 1993. Guidance & Control Systems (GCS), teamed with Chrysler Technology, was awarded a major contract from the U.S. Air Force (USAF) for the update of autopilots and displays for the C-130 and C-141 aircraft. The program has a potential to the Company of \$500 million in sales over the life of the program. Air Transport Avionics was awarded a \$15 million contract from Lockheed to supply Traffic Alert and Collision Avoidance Systems (TCAS II) for the C-130 aircraft. GCS received an order from McDonnell Douglas Helicopter Company to update the display processor for the AH-64 Longbow Apache helicopter, a program with a sales potential to the Company of over \$300 million. Communications Systems (CS) received a significant contract from the USAF Special Operations Command for the Multi-mission Advanced Tactical Terminal (MATT), a program with \$170 million in sales potential. CS also led one of four winning teams for the Advanced Research Projects Agency's Small Low-cost Interceptor Device (SLID) program which is expected to develop military land vehicle protection through the use of smart small projectiles. SLID has a sales potential of \$110 million. CS was also awarded several contracts for its APX-100 Identification Friend-or-Foe transponder with the U.S. Navy, Air National Guard, U.K. Ministry of Defence and Teledyne Ryan. Combined, the sales potential to the Company is over \$150 million.

Other key military aircraft equipment awards included the F-18E/F (the Navy's first-line fighter) wheels and brakes by Aircraft Landing Systems (ALS) and the F-22 Integrated Environmental Control System by Aerospace Systems & Equipment (ASE), together worth more than \$340 million in sales potential. The latter was particularly notable because it began as a component procurement, but ASE's strong focus on systems integration turned it into a contract for the complete Environmental Control System.

AlliedSignal Technical Services (ATSC) was successful in booking a number of important technical services programs. These programs included the NASA White Sands program, worth \$225 million in sales, the U.S. Marine Corps' Maritime Prepositioning Ship (MPS) program, worth \$125 million in sales, and a number of smaller NASA programs worth over \$130 million in sales.

In the commercial and general aviation aircraft market, ALS was awarded the position of one of two wheel and brake suppliers for Boeing on its new 737-X transport, a program with \$1.3 billion in sales potential to the Company. On the new Gulfstream G-5 aircraft, AE was awarded a contract to supply the Auxiliary Power Unit (APU); ASE, the Environmental Control System, and Controls & Accessories was awarded the contract for the Cabin Pressure Control System. Together the awards have a sales potential of \$130 million. Also, Fluid Systems received the Engine Starting System contract for the BMW/Rolls Royce BR-710 engine, the selected engine for both the Gulfstream G-5 and the Canadair Global Express aircraft. Furthermore, ASE received the Environmental Control System contract for the new Learjet Model 45 general aviation aircraft. Significant 1993 awards from commercial airlines included the following: the ALS business won the wheels and brakes on the Continental Airline fleet with \$170 million sales potential; AE won an APU long-term maintenance service agreement from a major airline worth \$135 million in potential sales; ALS also was awarded significant wheels and brake awards from JAL, Air France and Egyptair with a combined sales potential of \$140 million.

In the spacecraft market, Lockheed Missile & Space Company awarded GCS the ring laser gyro and momentum wheel contracts for their Iridium program and a ring laser gyro contract for their FSAT-A (Frugal Satellite) program. The combined sales potential of these is \$50 million.

The Company was also awarded a number of contracts in 1992, including the following:

Learjet, a unit of Bombardier, Inc., awarded a key contract to AE to supply its new series TFE 731-20 turbofan engine for the new Model 45 Learjet. The contract has a potential for \$1 billion in sales

over the life of the program. Also, in the general aviation area, Cessna, a unit of Textron Inc., selected, for its Citation X, APUs, Air Turbine Start Systems and Cabin Pressure Control Systems made by the Company's Auxiliary Power, Fluid Systems and Controls & Accessories businesses. The ALS business received an important launch order from British Airways for wheels and brakes on its Boeing 777 aircraft and the Air Transport Avionics business received significant orders for its TCAS II from British Airways, Air France and Thai Airways. In addition, the Air Transport Avionics business signed a joint venture agreement with the Scientific Research Institute for Aircraft Equipment of Russia for the joint design, development and manufacture of avionics for aircraft to be built in Russia. The new partnership combines the Institute's software and systems integration expertise with the design, production, marketing and customer support capabilities of the Company.

In the military market, the Company received several awards on the new F-18E/F fighter program. McDonnell Douglas awarded the main and nose landing gear to a team of the Company's ALS business and the Dowty Group and it selected ASE to provide servovalves for actuation systems. LHTEC received a \$240 million development contract for a growth version of its T-800 engine that was selected for use in the RAH-66 Comanche helicopter program. On the new F-22 Advanced Tactical Fighter (ATF) being developed by the team of Lockheed, Boeing and Pratt & Whitney, the Company has been awarded several contracts. The ATF Integrated Maintenance System (AIMS) was awarded to the GCS business, a contract with nearly \$100 million of sales potential over the life of the program. Boeing awarded a contract for the F-22 Auxiliary Power Generation System (APGS) to a team of AE, ASE, Controls & Accessories and Fluid Systems businesses. The U.S. Navy's NAVSEA organization made two major awards to the Ocean Systems business, the TB-23 and the TB-16/BQW follow-on submarine towed arrays. Together the awards total \$24 million and offer \$130 million sales potential over the life of the programs.

Some technologically significant research and development awards were received by the Company offering future contribution to its product base. The DOE's Oak Ridge National Laboratories awarded a contract to the Company for advanced heat engine ceramic technology. The Naval Air Warfare Center awarded a program for research on advanced high pressure ratio high tip speed centrifugal compressor technology to the Propulsion Engines business. The USAF's Wright Laboratories awarded a contract for development of an Integrated Power Unit (electric APU) to the Auxiliary Power Systems business and it awarded a contract for development of an electrically actuated braking system to a team of the ALS and Fluid Systems businesses. The trend of customers towards the use of more electric systems and components in aircraft makes these awards important.

The Company expects that these programs will require only minimal fixed capital spending.

## **Automotive**

The Automotive segment designs, engineers and manufactures systems and components for the worldwide vehicle manufacturers and aftermarket customers. The segment's principal business areas are braking systems, engine components, safety restraint systems and the aftermarket. Within each area, the segment offers a wide range of products for passenger cars and light, medium and heavy trucks.

For manufacturers of passenger cars and light trucks, the Company provides disc and drum brakes, power brake boosters and master cylinders, anti-lock braking systems (ABS), friction materials, spark plugs, turbochargers and occupant protection systems (seat belts, air bags and related components).

The Company's primary product offerings for the manufacturers of medium and heavy trucks and off-road vehicles primarily include air and hydraulic brake actuation components, air and hydraulic drum and disc brakes, ABS, slack adjusters, air dryers, fan clutches, friction materials, turbochargers and charge-air intercoolers.

The aftermarket business includes replacement parts for most of the above items as well as air, oil and fuel filters, wire and cable products, and brake sealants and fluids.

Automotive operations are located in the U.S., Australia, Brazil, Canada, France, Germany, India, Ireland, Italy, Japan, Malaysia, Mexico, Portugal, South Korea, Spain and the U.K. Distribution and

marketing are conducted in these and numerous other countries as well. Internationally, products are marketed under the Bendix, Fram, Autoliv, Garrett and Jurid trademarks.

Worldwide passenger car and truck original-equipment sales accounted for approximately 70% in 1993 and 68% in 1992 of the net sales of the Automotive segment with aftermarket sales accounting for the balance. In 1993 and 1992 Automotive operations outside the U.S. accounted for \$2,002 and \$2,391 million, or 44% and 53%, respectively, of worldwide sales.

In 1993 and 1992 sales of automotive original-equipment systems and components were made to approximately 30 customers of which five automotive manufacturers accounted for approximately 60% and 58%, respectively, of such sales. Total worldwide sales (for original-equipment and aftermarket use) for 1993 and 1992 to the five automotive manufacturers amounted to \$1,886 and \$1,754 million, including sales to Ford Motor Company, the segment's largest customer, of \$715 and \$640 million for the respective years.

The Company has established joint venture relationships with Gilardini, a European seat belt supplier, which is expected to provide growth opportunities in both seat belts and air bag inflators.

The Company has formed a joint venture, International Auto Parts, Ltd., with other international companies to provide for the supply and distribution of components and accessories for the import vehicle market in Russia. Additionally, the Company has purchased Filtram, the exclusive manufacturer and distributor of its Fram<sup>®</sup> filter products in Mexico. The Company intends to use Filtram's broad distribution network in Mexico to provide growth for other Company aftermarket products, including brakes, friction materials and spark plugs.

The Automotive segment's truck brake operations have been restructured under venture agreements with Knorr-Bremse AG of Munich, Germany. Two ventures have been formed. The Company manages and owns 65% of the North American operation and owns 35% of the European business. Annual sales of the two ventures are expected to be about \$650 million. The objective of forming an alliance with Knorr-Bremse is to provide a higher level of support and enhance the Company's ability to supply air brake controls and related products to the truck industry.

During 1992 and 1993 the Automotive segment has been refocusing its efforts and making investments to become a more competitive total brake system supplier. The Company continues to apply advanced engineering and manufacturing technologies from around the world to improve the design and quality of its ABS product. New ABS product introductions and major awards on a number of car models are expected to continue to provide the Company with the synergies to be a worldwide total brake system supplier.

The Company initiated facilities rationalization plans in 1991 and 1992 which will significantly reduce the number of worldwide automotive locations through 1995. By the end of 1993, 20 operating plants had been closed. Rationalization and consolidations of sales offices, distribution centers, and research and development facilities will continue throughout 1994.

The segment's operations outside the U.S. are conducted through various foreign companies in which it has interests ranging from minor interests to complete control. International operations also include the exporting of U.S. manufactured products and licensing activities.

The Automotive segment's products are sold in highly competitive markets to customers who demand performance, quality and competitive prices. Virtually all automotive components are sold in competition with other independent suppliers or with the captive component divisions of the vehicle manufacturers. While the Company's competitive position varies among its products, the Company believes it is a significant factor in each of its major product markets. The major independent competitors in one or more major business areas include: ITT Teves, Lucas Girling, Rockwell-WABCO, Dana, Autoliv, Cooper Industries, Schwitzer, Midland, Bosch, Kelsey Hayes, KKK, TRW, Purolator, Takata and Morton.

### **Engineered Materials**

The Engineered Materials segment is composed of five major divisions: the Fibers Group, Chemicals and Catalysts, Performance Materials, Plastics and AlliedSignal Laminate Systems Inc.

*Fibers Group.* The Company is a leading producer of type 6 nylon and the third largest producer of nylon in the U.S. The Company is also the largest domestic producer of caprolactam, the primary intermediate for type 6 nylon, from which it produces fine and heavy denier nylon yarns and molding compounds and film. These yarns are sold under the trademarks Anso®, Anso X®, Anso IV®, Anso V®, Worry-Free®, CrushResister™ and Caprolan®. In addition, the Company produces heavy denier polyester yarns. The Company primarily sells yarns to the carpet, textile, motor vehicle and industrial markets.

In the carpet yarn markets, both continuous filament and staple nylon yarns are sold to yarn processors and mills for the manufacture of carpeting. Nylon filament and staple are the dominant fiber yarns used in carpet production. The four largest producers, including the Company, have over 90% of domestic capacity. The Company has achieved recognition as a leader in product development and has developed a strong customer base. Brand identity, service to customers and quality are important competitive factors in the market and there is considerable price competition. In the motor vehicle and industrial markets, the Company's primary products are nylon and polyester yarns for use in tire cord, seat belts, hoses, tarpaulins and outdoor furniture. In 1993 the Company completed construction of a \$200 million industrial polyester yarn facility with 42 million pounds capacity in Longlaville, France and started customer shipments in the fourth quarter of 1993. The Company believes that polyester yarn will become the primary reinforcement for passenger car radial tires in the world in the 1990s and is exploring development opportunities in the Far East.

The principal markets for textile fibers, where the Company sells Caprolan® nylon flat yarns for warp knit and weaving applications, are intimate apparel, sports outerwear, jackets and such recreational products as sleeping bags, back packs and luggage. The industry is highly price competitive.

In October 1993 the Company announced that it is discussing a joint venture with BASF, and that it had also completed the acquisition of AKZO's carpet fiber business in Europe. The Company and BASF are discussing the combination of their domestic carpet and textile nylon fiber businesses. The Company and BASF would each own 50% of the venture. The companies believe that the combination would result in significant operational efficiencies. The combination is subject to a number of conditions. The AKZO carpet fiber business, which had 1993 revenues of \$70 million, produces continuous filament yarn and is located in Emmen, The Netherlands. The acquisition will strengthen the Company's position as a supplier of products to the European market. Previously, the Company only exported fibers to the European market.

*Chemicals and Catalysts.* The division manufactures and markets fluorine products, environmental catalysts and oximes.

The major fluorine products are hydrofluoric acid (HF), fluorocarbons, uranium hexafluoride (UF<sub>6</sub>) and sulfur hexafluoride (SF<sub>6</sub>). The Company is the world's largest producer of HF and an industry leader in the production and sale of products derived from HF, including fluorocarbons, UF<sub>6</sub> and SF<sub>6</sub>.

Genetron® fluorocarbons are sold mainly as refrigerants to original-equipment and replacement manufacturers of air conditioning and refrigeration equipment and as foam blowing agents to rigid foam producers. Genesolv® fluorocarbons are sold as solvents in precision cleaning applications such as electronics, optics and aerospace applications. Approximately 60% of the Company's Genetron® and Genesolv® products are chlorofluorocarbons (CFCs). The Montreal Protocol (Protocol), which is supported by 87 countries, regulates worldwide CFC production and consumption. The Protocol requires 100% elimination of fully halogenated CFC production by industrialized countries by December 31, 1995. The amended U.S. Clean Air Act also regulates CFCs and similarly requires that most U.S. production of CFCs be phased out by the end of 1995. CFCs are also subject to the Ozone Depleting Chemical Tax of the Revenue Reconciliation Act of 1989. Because of the availability of non-fluorine-based substitute technologies, the Company has decided to de-emphasize the solvents market and to focus its activities on the foam and refrigerant markets.

The Company is pursuing development of environmentally-safer fluorocarbons to replace the current CFC product line. An existing commercial plant was converted in 1991 to manufacture hydrochlorofluorocarbon (HCFC)-141b, a key substitute for CFC-11, a blowing agent in urethane



foams, and as a replacement for CFC-113 in critical solvent applications. Commercial quantities of HCFC-141b were produced in 1992. In 1993 the Company more than doubled the plant's capacity, from 20 to 50 million pounds per year. The Company also continued its commercialization effort directed at key CFC substitute products in various applications, including automotive air conditioning and residential, commercial and industrial refrigeration. In early 1993 the Company began construction of a \$100 million multi-product commercial facility targeted primarily at the substitute products HCFC-123, HCFC-124, HFC-125 and HFC-134a. The first phase of the facility, estimated to cost about \$70 million, is expected to begin operations in the second quarter of 1994. These new products are expected to service key applications as production of current CFCs are phased out. While management cannot predict the ultimate outcome of these research and development efforts and continuing regulatory issues, it does not currently expect that the Protocol or the U.S. Clean Air Act will have a material adverse effect on the Company. However, the Company can not predict the impact of possible future regulatory issues.

The Company also expanded its fluorocarbon business in 1993 through the acquisition of Praxair Inc.'s U.S. sterilant gas business. Praxair's sterilant gases primarily consist of blends of ethylene oxide and CFCs and are sold to hospitals, medical device makers and contract sterilizers. As CFCs are phased out of the marketplace, blends of the environmentally-safer HCFC-124 are expected to become the product of choice.

The Company processes uranium ore concentrates into  $UF_6$  which is an essential intermediate in the production of fuel elements for nuclear power reactors for domestic and foreign customers. In November 1992 a Company subsidiary entered into a partnership with a General Atomics' affiliate to market  $UF_6$  conversion services supplied by the Company's Metropolis, Illinois manufacturing facility. The partnership, ConverDyn, competes for the open world market with four foreign processors that are either government owned or controlled. The Company is one of two domestic producers of  $SF_6$ , a gas primarily used by utilities because of its electrical insulatory properties in circuit breakers, switches, transmission lines and electronic minisubstations.

The Environmental Catalysts business is a major worldwide supplier of catalysts used in catalytic converters for automobiles. The Company has expanded its catalyst manufacturing facility in Florange, France to service the growing European market which requires stringent automotive emission standards effective in 1993. The Company is currently supplying the European market through its newly expanded facility. The Company also completed construction of a \$4.5 million manufacturing facility in San Luis Potosi, Mexico and shipments began in the third quarter of 1993. The Company and General Motors have agreed in principle to become partners in the Environmental Catalysts business by combining their relevant assets to conduct the business. The venture is expected to be operational before the end of 1994.

The Oximes business is the leading supplier of specialty oxime chemicals for use in the agricultural, coatings, photograph, pharmaceutical, adhesives and sealants, and mining industries. The Company has certain cost benefits from its captive source of hydroxylamine sulfate. In early 1993 the Company acquired the specialty chemicals business of Koch Chemicals which is expected to accelerate the growth of this business.

*Performance Materials.* Major businesses include A-C® performance additives, the Paxon high-density polyethylene (HDPE) and the UOP joint ventures, and tar products.

A-C® performance additives are low-molecular weight polyethylene polymer additives which primarily serve the textiles, plastics, adhesives and polishes specialty markets worldwide.

The Paxon joint venture is equally owned with Exxon Corporation. The joint venture manufactures HDPE resins used in the production of plastics for household and industrial products. The Company's interest in the Paxon joint venture is accounted for by the equity method.

UOP is an equally owned joint venture with Union Carbide Corporation which designs and licenses processes, and produces and markets catalysts for the petroleum refining, gas processing, petrochemical and food industries. The Company's interest in the UOP joint venture is accounted for by the equity method.

The Tar Products business produces binder pitch for electrodes for the aluminum and carbon industries, creosote oils as preservatives for the wood products and carbon black markets, refined naphthalene as a chemical intermediate, and driveway sealer tar and roofing pitch for the construction industry. All of the tar products are distilled from coal tar, a by-product of the steel industry's coking operations.

*Plastics.* The Plastics business manufactures and markets engineering resins and specialty films. The Company is a leading producer of nylon 6 engineering resins (Capron®) for the automotive, electrical and electronic component, food packaging, lawn care and power tool markets. Major products in the Specialty Films business include cast nylon (Capran®), biaxially oriented nylon film (Biax®) and fluoropolymer film (Aclar®). Specialty film markets include food, pharmaceutical, and other packaging and industrial applications.

*AlliedSignal Laminate Systems Inc.* The business unit manufactures circuit board laminates for the electronic and electrical industries. The Company's product line includes copper clad and unclad laminates used in computer, telecommunication, instrumentation and military applications. Approximately 40% of sales are to the international market, primarily in southeast Asia and throughout Europe. The Company, in partnership with Mitsui Mining and Smelting Company, is backwardly integrated in electro deposited copper foil. The Company completed construction of a new laminates plant in Thailand in the first quarter of 1994.

The Company manufactures amorphous metals (METGLAS® Alloys) that offer significant efficiency gains in electrical distribution transformers over conventional electrical steel, which is currently used.

The principal raw materials used in the Engineered Materials segment are generally readily available and include cumene, natural gas, sulfur, terephthalic acid, ethylene and ethylene glycol, fluorspar, HF, carbon tetrachloride, chloroform, nylon resins, fiberglass, copper foil, platinum, rhodium and coal tar pitch. The Company is producing all of its HF and virtually all of its nylon resin requirements. Important competitors are: Du Pont, GE, Monsanto, Hoechst/Celanese, BASF Fibers, Koppers, U.S.I., Phillips, Soltex, Atochem and Nan Ya.

### **Segment Financial Data**

Note 25 (Segment Financial Data) of Notes to Financial Statements in the Company's 1993 Annual Report to shareowners is incorporated herein by reference.

### **Domestic and Foreign Financial Data**

Note 24 (Geographic Areas—Financial Data) of Notes to Financial Statements in the Company's 1993 Annual Report to shareowners is incorporated herein by reference.

### **Foreign Activities**

The Company's foreign businesses are subject to the usual risks attendant upon investments in foreign countries, including nationalization, expropriation, limitations on repatriation of funds, restrictive action by local governments and changes in foreign currency exchange rates.

The Company's principal foreign manufacturing operations are in Australia, Brazil, Canada, France, Germany, Ireland, Italy, Japan, Mexico, Portugal, South Korea, Spain, Singapore, Taiwan and the U.K. The Company maintains sales and business offices in these and various other countries, including Austria, Belgium, China, Denmark, Finland, Hong Kong, India, New Zealand, Norway, Sweden, The Netherlands and Turkey as well as warehousing, distribution and aircraft repair and overhaul facilities to support foreign operations and export sales. Further information about foreign activities is discussed in the segment narratives.

## **Raw Materials**

Among the principal raw materials used by the Company, in addition to those previously discussed for the Engineered Materials segment, are electronic, optical and mechanical component parts and assemblies, electronic and electromechanical devices, metallic products, magnetic and induction devices, castings, forgings, steel and bar stock, copper, aluminum, platinum and titanium. The Company believes that sources of supply for raw materials and components are generally adequate.

## **Patents and Trademarks**

The Company owns approximately 15,500 patents or pending patent applications and is licensed under other patents covering certain of its products and processes. It believes that, in the aggregate, the rights under such patents and licenses are generally important to its operations, but does not consider that any patent or license or group of them related to a specific process or product is of material importance in relation to the Company's total business.

The Company also has registered trademarks for a number of its products. Some of the more significant trademarks include: AiResearch, Anso, Autolite, Bendix, Bendix/King, Capron, Fram, Garrett, Genetron, Jurid, King and Norplex Oak.

## **Research and Development**

The Company's research activities are directed toward the discovery and development of new products and processes, improvements in existing products and processes, and the development of new uses of existing products.

Research and development expense totaled \$313 million in 1993, \$320 million in 1992 and \$381 million in 1991. Customer-sponsored (principally the U.S. government) research and development activities amounted to an additional \$514, \$501 and \$463 million in 1993, 1992 and 1991.

The Company's Research and Technology organization has research facilities at Morris Township, New Jersey and Des Plaines, Illinois consisting of research and development laboratories where special emphasis is placed upon applied research and upon development of new products and processes. In addition, there are approximately 49 other research laboratories and facilities which provide direct support to the operating segments.

## **Environment**

The Company is subject to various federal, state and local requirements regulating the discharge of materials into the environment or otherwise relating to the protection of the environment. It is the Company's policy to comply with these requirements and the Company believes that, as a general matter, its policies, practices and procedures are properly designed to prevent unreasonable risk of environmental damage, and of resulting financial liability, in connection with its business. Some risk of environmental damage is, however, inherent in particular operations and products of the Company, as it is with other companies engaged in similar businesses. (See the description of the Engineered Materials segment, above, for information regarding regulation of CFCs.)

The Company is and has been engaged in the handling, manufacture, use or disposal of many substances which are classified as hazardous or toxic by one or more regulatory agencies. The Company believes that, as a general matter, its handling, manufacture, use and disposal of such substances are in accord with environmental laws and regulations. It is possible, however, that future knowledge or other developments, such as improved capability to detect substances in the environment, increasingly strict environmental laws and standards and enforcement policies thereunder, could bring into question the Company's handling, manufacture, use or disposal of such substances.

Among other environmental requirements, the Company is subject to the federal Superfund law, and similar state laws, under which the Company has been designated as a potentially responsible party which may be liable for cleanup costs associated with various hazardous waste sites, some of which are on the U.S. Environmental Protection Agency's Superfund priority list. Although, under some

court interpretations of these laws, there is a possibility that a responsible party might have to bear more than its proportional share of the cleanup costs if it is unable to obtain appropriate contribution from other responsible parties, the Company has not had to bear significantly more than its proportional share in multi-party situations taken as a whole.

Capital expenditures for environmental control facilities at existing operations were \$39 million in 1993. The Company estimates that during each of the years 1994 and 1995 such capital expenditures will be in the \$45 to \$50 million range. In addition to capital expenditures, the Company has incurred and will continue to incur operating costs in connection with such facilities.

Reference is made to Management's Discussion and Analysis at page 23 of the Company's 1993 Annual Report to shareowners, incorporated herein by reference, for further information regarding environmental matters.

## Employees

The Company had an aggregate of 86,400 salaried and hourly employees at December 31, 1993. Of the approximately 31,000 unionized employees, 15,000 are employed in the Company's U.S. and Canadian plants and other facilities. Unionized employees are represented by local unions that are either independent or affiliated with the United Auto Workers, the International Association of Machinists, the United Steel Workers of America, the Oil, Chemical and Atomic Workers International Union, the International Brotherhood of Teamsters and many other national and international unions. Relations between the Company and its employees and their various representatives have been generally satisfactory, although the Company has experienced work stoppages from time to time. Approximately 22% of the Company's U.S. and Canadian unionized employees are covered by labor contracts scheduled to expire in 1994. Major labor negotiations in 1994 will include locations in all of the segments.

## Item 2. Properties

The Company has almost 400 locations consisting of plants, research laboratories, sales offices and other facilities. The plants are generally located to serve large marketing areas and to provide accessibility to raw materials and labor pools. The properties are generally maintained in good operating condition. Utilization of these plants may vary with government spending and other business conditions; however, no major operating facility is significantly idle. The facilities, together with planned expansions, are expected to meet the Company's needs for the foreseeable future. The Company owns or leases warehouses, railroad cars, barges, automobiles, trucks, airplanes and materials handling and data processing equipment. It also leases space for administrative and sales staffs. The Company's headquarters and administrative complex are located at Morris Township, New Jersey.

The principal plants, which are owned in fee unless otherwise indicated, are as follows:

### Aerospace

Phoenix, AZ (4 plants, 3 fully leased, 1 partially leased)	Olathe, KS	Rocky Mount, NC
Prescott, AZ	Columbia, MD	South Montrose, PA
Tempe, AZ	Towson, MD	Redmond, WA (partially leased)
Tucson, AZ (partially leased)	Kansas City, MO (owned by the U.S. Government and managed by the Company)	Rexdale, Ont., Canada (partially leased)
Sylmar, CA	Eaton town, NJ	Montreal, Que., Canada
Torrance, CA (partially leased)	Teterboro, NJ	Raunheim, Germany
Fort Lauderdale, FL		
South Bend, IN		

### Automotive

Greenville, AL	Jackson, TN	Conde, France
Torrance, CA	Maryville, TN	Moulins, France
St. Joseph, MI	Clearfield, UT	Thaon-Les-Vosges, France
Fostoria, OH	Campinas, Brazil	Trelaze, France
Greenville, OH	Bristol, England	Crema, Italy
Sumter, SC	Beauvais, France	Glinde, Germany

### Engineered Materials

Metropolis, IL  
Baton Rouge, LA  
Geismar, LA  
Moncure, NC

Catoosa, OK  
Philadelphia, PA  
Pottsville, PA

Columbia, SC  
Chesterfield, VA  
Hopewell, VA

### Item 3. Legal Proceedings

The first paragraph of Note 19 (Commitments and Contingencies) of Notes to Financial Statements at page 35 of the Company's 1993 Annual Report to shareowners is incorporated herein by reference. While the ultimate results of investigations, lawsuits and claims involving the Company cannot be determined, management does not expect that these matters will have a material adverse effect on the consolidated financial position of the Company.

### Item 4. Submission of Matters to a Vote of Security Holders

Not Applicable

### Executive Officers of the Registrant

The executive officers of the Registrant, listed as follows, are elected annually in April. There are no family relationships among them.

<u>Name, Age, Date First Elected an Officer</u>	<u>Business Experience</u>
Lawrence A. Bossidy (a), 59 1991	Chairman of the Board since January 1992. Chief Executive Officer of the Company since July 1991. Vice Chairman and Executive Officer of the General Electric Company (diversified industrial corporation) from 1984 to June 1991.
Daniel P. Burnham, 47 1991	Executive Vice President and President, AlliedSignal Aerospace since January 1992. Executive Vice President and President-Elect, AlliedSignal Aerospace Company from July 1991 to December 1991. President, AiResearch Group from March 1990 to June 1991. President, Fibers Division from April 1988 to February 1990.
Frederic M. Poses, 51 1988	Executive Vice President and President, AlliedSignal Engineered Materials since April 1988.
Ralph E. Reins, 53 1991	Executive Vice President and President, AlliedSignal Automotive since November 1991. President of United Technologies Corporation (diversified high-technology manufacturer) Automotive Group from October 1990 to October 1991. Chairman, President and Chief Executive Officer of Mack Truck, Inc. (automotive heavy vehicle manufacturer) from June 1989 to September 1990. Senior Vice President and President and Chief Executive Officer of ITT (diversified enterprise) Automotive from January 1987 to May 1989.
Isaac R. Barpal, 54 1993	Senior Vice President and Chief Technology Officer since August 1993. Vice President—Science & Technology of Westinghouse Electric Corporation (electric equipment manufacturer) from June 1987 to July 1993.
John W. Barter, 47 1985	Senior Vice President and Chief Financial Officer since July 1988.

(a) Also a director.

*(table continued on next page)*

(table continued from previous page)

Name, Age, Date First Elected an Officer	Business Experience
Peter M. Kreindler, 48 1992	Senior Vice President and General Counsel since March 1992. Senior Vice President and General Counsel-Elect from January 1992 to February 1992. Partner, Arnold & Porter (law firm) from January 1990 to December 1991. Principal and Associate General Counsel, Coopers & Lybrand (accounting and consulting firm) from September 1988 to December 1989.
David G. Powell, 60 1985	Senior Vice President—Public Affairs since September 1985.
Donald J. Redlinger, 49 1991	Senior Vice President—Human Resources since January 1991. Staff Vice President—Human Resources from March 1990 to December 1990. Staff Vice President—Organization Planning and Compensation from June 1988 to February 1990.
Paul R. Schindler, 52 1993	Senior Vice President—International since August 1993. Chairman of Imperial Chemical Industries Asia/Pacific (chemical manufacturer) from April 1991 to July 1993. Chairman of Imperial Chemical Industries China from July 1989 to March 1991. Chairman of Imperial Industries France from January 1986 to June 1989.
James E. Sierk, 55 1991	Senior Vice President—Quality and Productivity since January 1991. Vice President—Quality Office, Development and Manufacturing of Xerox Corporation (business products and systems and financial services) from February 1990 to December 1990. Vice President—National Quality Award Office, Xerox from December 1989 to January 1990. Vice President—Latin American and Canadian Operations, Xerox from February 1986 to November 1989.
Hans B. Amell, 42 1993	Vice President—Marketing since August 1993. Vice President—International Strategy of The Dun & Bradstreet Corporation (business information, publishing, marketing and television) April 1991 to July 1993. Vice President—Corporate Marketing Programs of Unisys Corporation (business information systems, data processing and aerospace products manufacturer) from September 1987 to March 1991.
Edward W. Callahan, 63 1985	Vice President—Health, Safety and Environmental Sciences since September 1985.
Kenneth W. Cole, 47 1989	Vice President—Government Relations since January 1989.
G. Peter D'Aloia, 49 1985	Vice President and Controller since February 1994. Vice President and Treasurer from August 1988 to January 1994.
Nancy A. Garvey, 44 1994	Vice President and Treasurer since February 1994. Staff Vice President—Investor Relations November 1989 to January 1994. Manager of Investment Manager Relations of General Motors Corporation (automotive manufacturer) December 1987 to October 1989.
Andrew B. Samet, 52 1988	Vice President, Secretary and Associate General Counsel since May 1988.

## Part II.

### **Item 5. Market for the Registrant's Common Equity and Related Stockholder Matters**

Market and dividend information for the Registrant's common stock is contained in Note 26 (Unaudited Quarterly Financial Information) of Notes to Financial Statements at page 39 of the Company's 1993 Annual Report to shareowners, and such information is incorporated herein by reference.

The number of record holders of the Registrant's common stock is contained in the statement "Selected Financial Data" at page 40 of the Company's 1993 Annual Report to shareowners, and such information is incorporated herein by reference.

### **Item 6. Selected Financial Data**

The information included under the captions "For the Year" and "At Year-End" in the statement "Selected Financial Data" at page 40 of the Company's 1993 Annual Report to shareowners is incorporated herein by reference.

### **Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations**

"Management's Discussion and Analysis" on pages 20 through 26 of the Company's 1993 Annual Report to shareowners is incorporated herein by reference.

### **Item 8. Financial Statements and Supplementary Data**

The Company's consolidated financial statements, together with the report thereon of Price Waterhouse dated February 3, 1994 except for Note 1 (Subsequent Events), which is as of February 7, 1994 appearing on pages 27 through 39 of the Company's 1993 Annual Report to shareowners, are incorporated herein by reference. With the exception of the aforementioned information and the information incorporated by reference in Items 1, 3, 5, 6 and 7, the 1993 Annual Report to shareowners is not to be deemed filed as part of this Form 10-K Annual Report.

### **Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure**

Not Applicable

## Part III.

### **Item 10. Directors and Executive Officers of the Registrant**

Information relating to directors of the Registrant, as well as information relating to compliance with Section 16(a) of the Securities Exchange Act of 1934, is contained in a definitive Proxy Statement involving the election of directors which the Registrant filed with the Securities and Exchange Commission pursuant to Regulation 14A, and such information is incorporated herein by reference. Certain other information relating to Executive Officers of the Registrant appears at pages 14 and 15 of this Form 10-K Annual Report.

### **Item 11. Executive Compensation**

Information relating to executive compensation is contained in the Proxy Statement referred to above in "Item 10. Directors and Executive Officers of the Registrant," and such information is incorporated herein by reference.

## Item 12. Security Ownership of Certain Beneficial Owners and Management

Information relating to security ownership of certain beneficial owners and management is contained in the Proxy Statement referred to above in "Item 10. Directors and Executive Officers of the Registrant," and such information is incorporated herein by reference.

## Item 13. Certain Relationships and Related Transactions

Not Applicable

### Part IV.

## Item 14. Exhibits, Financial Statement Schedules and Reports on Form 8-K

	Reference	
	Form 10-K Annual Report Page	Annual Report to Shareowners Page
(a)(1.) Index to Consolidated Financial Statements:		
Incorporated by reference to the 1993 Annual Report to shareowners:		
Report of Independent Accountants .....	—	39
Consolidated Statement of Income for the years ended December 31, 1993, 1992 and 1991 .....	—	27
Consolidated Statement of Retained Earnings for the years ended December 31, 1993, 1992 and 1991 .....	—	27
Consolidated Balance Sheet at December 31, 1993 and 1992 .....	—	28
Consolidated Statement of Cash Flows for the years ended December 31, 1993, 1992 and 1991 .....	—	29
Notes to Financial Statements .....	—	30
(a)(2.) Index to Consolidated Financial Statement Schedules:		
Report of Independent Accountants on Financial Statement Schedules .....	20	—
V—Property, Plant and Equipment for the years ended December 31, 1993, 1992 and 1991 .....	21	—
VI—Accumulated Depreciation and Amortization of Property, Plant and Equipment for the years ended December 31, 1993, 1992 and 1991 .....	22	—
IX—Short-term Borrowings for the years ended December 31, 1993, 1992 and 1991 .....	23	—
X—Supplementary Income Statement Information for the years ended December 31, 1993, 1992 and 1991 .....	24	—

The financial statement schedules should be read in conjunction with the financial statements incorporated by reference in Item 8 of this Form 10-K Annual Report. Schedules other than those listed above have been omitted because of the absence of the conditions under which they are required or because the information required is shown in the consolidated financial statements or the notes thereto.



(a)(3.) Exhibits

See the Exhibit Index to this Form 10-K Annual Report. The following exhibits listed on the Exhibit Index are filed with this Form 10-K Annual Report:

<u>Exhibit No.</u>	<u>Description</u>
10.2*	Deferred Compensation Plan for Non-Employee Directors of AlliedSignal Inc., as amended
10.14*	Agreement dated December 21, 1993 between the Company and Alan Belzer
13	Pages 20 through 40 (except for the data included under the captions "Financial Statistics" on page 40) of the Company's 1993 Annual Report to shareowners
21	Subsidiaries of the Registrant
23	Consent of Independent Accountants
24	Powers of Attorney

The exhibits identified above and in the Exhibit Index with an asterisk(\*) are management contracts or compensatory plans or arrangements.

(b) Reports on Form 8-K

No reports on Form 8-K were filed for the three months ended December 31, 1993.

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this annual report to be signed on its behalf by the undersigned, thereunto duly authorized.

AlliedSignal Inc.

March 15, 1994

By                   /s/ G. PETER D'ALOIA                    
G. Peter D'Aloia  
Vice President and Controller

Pursuant to the requirements of the Securities Exchange Act of 1934, this annual report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the date indicated:

<u>Name</u>	<u>Name</u>
* _____ Lawrence A. Bossidy Chairman of the Board and Chief Executive Officer and Director	* _____ Robert P. Luciano Director
* _____ Hans W. Becherer Director	* _____ Russell E. Palmer Director
* _____ Jewel Plummer Cobb Director	* _____ Andrew C. Sigler Director
* _____ Eugene E. Covert Director	* _____ John R. Stafford Director
* _____ Ann M. Fudge Director	* _____ Thomas P. Stafford Director
* _____ William R. Haselton Director	* _____ Delbert C. Staley Director
* _____ Paul X. Kelley Director	* _____ Robert C. Winters Director
* _____ Robert D. Kilpatrick Director	
* _____ /s/ JOHN W. BARTER John W. Barter Senior Vice President and Chief Financial Officer	* _____ /s/ G. PETER D'ALOIA G. Peter D'Aloia Vice President and Controller (Chief Accounting Officer)

\*By:                   /s/ JOHN W. BARTER                    
(John W. Barter,  
Attorney-in-fact)

March 15, 1994

**REPORT OF INDEPENDENT ACCOUNTANTS  
ON CONSOLIDATED FINANCIAL STATEMENT SCHEDULES**

To the Board of Directors of AlliedSignal Inc.

Our audits of the consolidated financial statements referred to in our report dated February 3, 1994 appearing on page 39 of the 1993 Annual Report to Shareowners of AlliedSignal Inc. (which report and consolidated financial statements are incorporated by reference in this Annual Report on Form 10-K) also included an audit of the Consolidated Financial Statement Schedules listed in Item 14(a) of this Form 10-K. In our opinion, these Consolidated Financial Statement Schedules present fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements.

PRICE WATERHOUSE

4 Headquarters Plaza North  
Morristown, New Jersey 07962-1965  
February 3, 1994

(Dollars in Millions)

AlliedSignal Inc. and Consolidated Subsidiaries  
**SCHEDULE V—PROPERTY, PLANT AND EQUIPMENT**

Classification	Balance at beginning of year	Additions at cost	Sales and retirements	Adjustments(1)	Adoption of FASB #109(2)	Initially consolidated	Deconsolidated businesses(3)	Balance at end of year
<b>Year Ended December 31, 1993</b>								
Land and land improvements...	\$ 301	\$ 10	\$ 4	\$ (3)	\$—	\$ 18	\$ (1)	\$ 321
Machinery and equipment.....	4,982	441	71	(59)	—	61	(58)	5,296
Buildings .....	1,173	54	7	12	—	14	(5)	1,241
Office furniture and equipment	594	73	7	(38)	—	15	(3)	634
Transportation equipment .....	146	18	17	(3)	—	2	(1)	145
Construction in progress .....	433	122	(6)	(33)	—	3	—	531
Total .....	<u>\$7,629</u>	<u>\$718</u>	<u>\$100</u>	<u>\$(124)</u>	<u>\$—</u>	<u>\$113</u>	<u>\$(68)</u>	<u>\$8,168</u>
<b>Year Ended December 31, 1992</b>								
Land and land improvements...	\$ 311	\$ 5	\$ 15	\$ (1)	\$—	\$ 1	\$—	\$ 301
Machinery and equipment.....	4,431	470	51	8	91	33	—	4,982
Buildings .....	1,048	96	19	(9)	47	10	—	1,173
Office furniture and equipment	531	71	6	(6)	3	1	—	594
Transportation equipment .....	139	18	10	(1)	—	—	—	146
Construction in progress .....	402	31	2	(13)	—	15	—	433
Total .....	<u>\$6,862</u>	<u>\$691</u>	<u>\$103</u>	<u>\$(22)</u>	<u>\$141</u>	<u>\$60</u>	<u>\$—</u>	<u>\$7,629</u>
<b>Year Ended December 31, 1991</b>								
Land and land improvements...	\$ 312	\$ 4	\$ 1	\$ (4)	\$—	\$—	\$—	\$ 311
Machinery and equipment.....	4,183	426	23	(189)	—	34	—	4,431
Buildings .....	974	92	3	(17)	—	2	—	1,048
Office furniture and equipment	476	63	3	(5)	—	—	—	531
Transportation equipment .....	138	12	10	(1)	—	—	—	139
Construction in progress .....	352	71	—	(25)	—	4	—	402
Total .....	<u>\$6,435</u>	<u>\$668</u>	<u>\$40</u>	<u>\$(241)</u>	<u>\$—</u>	<u>\$40</u>	<u>\$—</u>	<u>\$6,862</u>

Notes: (1) Effect of translating foreign currency balance sheets to U.S. dollars and in 1991 the effect of write-downs relating to the streamlining and restructuring program.

(2) Effect of adopting FASB #109—Accounting for Income Taxes, effective January 1, 1992.

(3) In 1993 represents the deconsolidation of the European air-brake control business.

AlliedSignal Inc. and Consolidated Subsidiaries  
**SCHEDULE VI—ACCUMULATED DEPRECIATION AND AMORTIZATION  
 OF PROPERTY, PLANT AND EQUIPMENT**

Classification	Balance at beginning of year	Additions charged to costs and expenses(1)	Sales and retirements	Adjustments(2)	Adoption of FASB #109(3)	Deconsolidated businesses(4)	Balance at end of year
Year Ended December 31, 1993							
Depreciation and amortization:							
Land improvements .....	\$ 66	\$ 3	\$ 1	\$ 1	\$—	\$—	\$ 69
Machinery and equipment .....	2,739	369	41	(35)	—	(37)	2,995
Buildings .....	446	53	6	5	—	(1)	497
Office furniture and equipment .....	393	71	5	(34)	—	(2)	423
Transportation equipment .....	88	18	15	(1)	—	—	90
Total .....	<u>\$3,732</u>	<u>\$514</u>	<u>\$68</u>	<u>\$ (64)</u>	<u>\$—</u>	<u>\$ (40)</u>	<u>\$4,074</u>
Year Ended December 31, 1992							
Depreciation and amortization:							
Land improvements .....	\$ 63	\$ 4	\$ 1	\$—	\$—	\$—	\$ 66
Machinery and equipment .....	2,354	364	29	17	33	—	2,739
Buildings .....	390	49	11	3	15	—	446
Office furniture and equipment .....	337	61	5	(2)	2	—	393
Transportation equipment .....	80	18	8	(1)	(1)	—	88
Total .....	<u>\$3,224</u>	<u>\$496</u>	<u>\$54</u>	<u>\$ 17</u>	<u>\$ 49</u>	<u>\$—</u>	<u>\$3,732</u>
Year Ended December 31, 1991							
Depreciation and amortization:							
Land improvements .....	\$ 59	\$ 4	\$ 1	\$ 1	\$—	\$—	\$ 63
Machinery and equipment .....	2,092	344	14	(68)	—	—	2,354
Buildings .....	350	42	2	—	—	—	390
Office furniture and equipment .....	281	61	3	(2)	—	—	337
Transportation equipment .....	69	19	7	(1)	—	—	80
Total .....	<u>\$2,851</u>	<u>\$470</u>	<u>\$27</u>	<u>\$ (70)</u>	<u>\$—</u>	<u>\$—</u>	<u>\$3,224</u>

Notes: (1) Estimated service lives used for computing depreciation range from 3 to 40 years.

(2) Effect of translating foreign currency balance sheets to U.S. dollars and in 1991 the effect of write-downs relating to the streamlining and restructuring program.

(3) Effect of adopting FASB #109—Accounting for Income Taxes, effective January 1, 1992.

(4) In 1993 represents the deconsolidation of the European air-brake control business.

(Dollars in Millions)

AlliedSignal Inc. and Consolidated Subsidiaries  
SCHEDULE IX—SHORT-TERM BORROWINGS

<u>Years Ended December 31</u>	<u>Balance at end of year</u>	<u>Weighted average interest rate on year end balance(1)(2)</u>	<u>Maximum outstanding at a month end during year(1)</u>	<u>Average outstanding during year(1)</u>	<u>Weighted average interest rate during year(1)(2)</u>
1993 .....	\$220	9.12%	\$598	\$320	11.17%
1992 .....	\$154	8.92%	\$829	\$490	9.88%
1991 .....	\$736	10.91%	\$957	\$807	9.88%

Notes: (1) Includes amounts for weighted average interest rate, maximum outstanding, average outstanding and the weighted average interest rate during the year for commercial paper of: 3.35%, \$322 million, \$212 million and 3.18% for 1993; 7.74%, \$507 million, \$274 million and 4.39% for 1992, and 5.1%, \$446 million, \$291 million and 7.2% for 1991. The outstanding commercial paper balance at December 31, 1993, 1992 and 1991, was \$164 million, \$4 million and \$263 million, respectively.

(2) Includes rates for borrowings of foreign subsidiaries. In 1993 and 1992 such foreign borrowings represented a greater proportion of total borrowings than in the prior period.

(Dollars in Millions)

AlliedSignal Inc. and Consolidated Subsidiaries  
SCHEDULE X—SUPPLEMENTARY INCOME STATEMENT INFORMATION

Years Ended December 31	Charged to costs and expenses		
	1993	1992	1991
Maintenance and repairs .....	\$356	\$363	\$369
Depreciation and amortization of intangible assets, preoperating costs and similar deferrals .....	*	*	*
Taxes, other than income taxes:			
Payroll .....	338	333	325
Property .....	55	63	57
Other .....	17	21	20
	<hr/> 410	<hr/> 417	<hr/> 402
Royalties .....	*	*	*
Advertising costs .....	*	*	*

\* Less than 1 percent of total sales and revenues.

## EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
3(i)	Restated Certificate of Incorporation of the Company (incorporated by reference to Exhibit 99.1 to the Company's Form 10-Q for the quarter ended March 31, 1993)
3(ii)	By-laws of the Company, as amended (incorporated by reference to Exhibit 99.2 to the Company's Form 10-Q for the quarter ended March 31, 1993)
4.1	Rights Agreement, dated as of May 30, 1986, between the Company and The Bank of New York (incorporated by reference to Exhibit 4 to the Company's Form 8-K dated June 5, 1986)
4.2	Amendment, dated as of December 16, 1988, to the Rights Agreement, dated as of May 30, 1986, between the Company and The Bank of New York (incorporated by reference to Exhibit 4 to the Company's Form 8-K dated December 16, 1988)

The Company is a party to several long-term debt instruments under which, in each case, the total amount of securities authorized does not exceed 10% of the total assets of the Company and its subsidiaries on a consolidated basis. Pursuant to paragraph 4(iii)(A) of Item 601(b) of Regulation S-K, the Company agrees to furnish a copy of such instruments to the Securities and Exchange Commission upon request.

9	Omitted (Inapplicable)
10.1	Master Support Agreement, dated as of February 26, 1986 as amended and restated as of January 27, 1987, as further amended as of July 1, 1987 and as again amended and restated as of December 7, 1988, by and among the Company, Wheelabrator Technologies Inc., certain subsidiaries of Wheelabrator Technologies Inc., The Henley Group, Inc. and Henley Newco Inc. (incorporated by reference to Exhibit 10.1 to the Company's Form 10-K for the year ended December 31, 1988)
10.2*	Deferred Compensation Plan for Non-Employee Directors of AlliedSignal Inc., as amended (filed herewith)
10.3*	Retirement Plan for Non-Employee Directors of Allied-Signal Inc., as amended (incorporated by reference to Exhibit 19.2 to the Company's Form 10-Q for the quarter ended June 30, 1990)
10.4*	Restricted Stock Plan for Non-Employee Directors of Allied-Signal Inc., effective September 27, 1985 (incorporated by reference to Exhibit 10.4 to the Company's Form 10-K for the year ended December 31, 1985)
10.5*	1985 Stock Plan for Employees of Allied-Signal Inc. and its Subsidiaries, as amended (incorporated by reference to Exhibit 19.3 to the Company's Form 10-Q for the quarter ended September 30, 1991)
10.6*	Allied-Signal Inc. Incentive Compensation Plan for Executive Employees (incorporated by reference to Exhibit A to the Company's Proxy Statement, dated March 10, 1992, filed pursuant to Rule 14a-6 of the Securities Exchange Act of 1934)
10.7*	Supplemental Non-Qualified Savings Plan for Highly Compensated Employees of AlliedSignal Inc. and its Subsidiaries, as amended (incorporated by reference to Exhibit 10.1 to the Company's Form 10-Q for the quarter ended June 30, 1993)
10.8*	1982 Stock Option Plan for Executive Employees of Allied Corporation and its Subsidiaries, as amended (incorporated by reference to Exhibit 19.4 to the Company's Form 10-Q for the quarter ended September 30, 1991)
10.9*	Allied-Signal Inc. Severance Plan for Senior Executives, as amended (incorporated by reference to Exhibit 19.1 to the Company's Form 10-Q for the quarter ended September 30, 1991)



<u>Exhibit No.</u>	<u>Description</u>
10.10*	1993 Stock Plan for Employees of AlliedSignal Inc. and its Affiliates (incorporated by reference to Exhibit A to the Company's Proxy Statement, dated March 9, 1993, filed pursuant to Rule 14a-6 of the Securities Exchange Act of 1934)
10.11*	Agreement between the Company and Lawrence A. Bossidy, as amended (incorporated by reference to Exhibit 10.11 to the Company's Form 10-K for the year ended December 31, 1991)
10.12*	Amendment Agreement between the Company and Lawrence A. Bossidy (incorporated by reference to Exhibit 19 to the Company's Form 10-Q for the quarter ended June 30, 1992)
10.13*	Agreement dated May 6, 1988 between the Company and Alan Belzer (incorporated by reference to Exhibit 19 to the Company's Form 10-Q for the quarter ended June 30, 1988)
10.14*	Agreement dated December 21, 1993 between the Company and Alan Belzer (filed herewith)
10.15*	Description of Agreement between the Company and Ralph E. Reins (incorporated by reference to Exhibit 10.13 to the Company's Form 10-K for the year ended December 31, 1992)
10.16	Revolving Credit Agreement, dated as of July 7, 1993, among the Company, certain banks, Citibank, N.A., as Administrative Agent for the banks, and ABN AMRO Bank N.V. and Morgan Guaranty Trust Company of New York, as Co-Agents (incorporated by reference to Exhibit 10.2 to the Company's Form 10-Q for the quarter ended June 30, 1993)
10.17	364-Day Credit Agreement, dated as of July 7, 1993, among the Company, certain banks, Citibank, N.A., as Administrative Agent for the banks, and ABN AMRO Bank N.V. and Morgan Guaranty Trust Company of New York, as Co-Agents (incorporated by reference to Exhibit 10.3 to the Company's Form 10-Q for the quarter ended June 30, 1993)
11	Omitted (Inapplicable)
12	Omitted (Inapplicable)
13	Pages 20 through 40 (except for the data included under the captions "Financial Statistics" on page 40) of the Company's 1993 Annual Report to shareowners (filed herewith)
16	Omitted (Inapplicable)
18	Omitted (Inapplicable)
21	Subsidiaries of the Registrant (filed herewith)
22	Omitted (Inapplicable)
23	Consent of Independent Accountants (filed herewith)
24	Powers of Attorney (filed herewith)
27	Omitted (Inapplicable)
28	Omitted (Inapplicable)
99	Omitted (Inapplicable)

The Exhibits identified above with an asterisk(\*) are management contracts or compensatory plans or arrangements.