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Chairman and
Chief Executive Officer

Forward Looking Statements

Certain of the matters discussed in these slides, including information regarding the company's 2015 financial guidance and 2016 preliminary outlook are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements other than historical facts, may be forward-looking statements, such as "may," "will," "should," "likely," "projects," "financial guidance," ''expects,'' ''anticipates,'' ''intends,'' ''plans,'' ''believes,'' ''estimates,'' and similar expressions are used to identify forward-looking statements. The company cautions investors that these statements are subject to risks and uncertainties many of which are difficult to predict and generally beyond the company's control that could cause actual results to differ materially from those expressed in, or implied or projected by, the forward-looking information and statements. Some of the factors that could cause actual results to differ include, but are not limited to, the following: our dependence on the defense industry; backlog processing and program slips resulting from delayed awards and/or funding from the Department of Defense (DoD) and other major customers; the U.S. Government fiscal situation; changes in DoD budget levels and spending priorities; U.S. Government failure to raise the debt ceiling; our reliance on contracts with a limited number of customers and the possibility of termination of government contracts by unilateral government action or for failure to perform; the extensive legal and regulatory requirements surrounding many of our contracts; our ability to retain our existing business and related contracts; our ability to successfully compete for and win new business; or, identify, acquire and integrate additional businesses; our ability to maintain and improve our operating margin; the availability of government funding and changes in customer requirements for our products and services; our significant amount of debt and the restrictions contained in our debt agreements and actions taken by rating agencies that could result in a downgrade of our debt; our ability to continue to recruit, retain and train our employees; actual future interest rates, volatility and other assumptions used in the determination of pension benefits and equity based compensation, as well as the market performance of benefit plan assets; our collective bargaining agreements, our ability to successfully negotiate contracts with labor unions and our ability to favorably resolve labor disputes should they arise; the business, economic and political conditions in the markets in which we operate; global economic uncertainty; the DoD's Better Buying Power and other efficiency initiatives; events beyond our control such as acts of terrorism; our ability to perform contracts on schedule; our international operations; our extensive use of fixed-price type revenue arrangements; the rapid change of technology and high level of competition in which our businesses participate; risks relating to technology and data security; our introduction of new products into commercial markets or our investments in civil and commercial products or companies; the outcome of litigation matters; results of audits by U.S. Government agencies and of ongoing governmental investigations, including the internal review of the Aerospace Systems segment; the impact on our business of improper conduct by our employees, agents or business partners; goodwill impairments and the fair values of our assets; and ultimate resolution of contingent matters, claims and investigations relating to acquired businesses, and the impact on the final purchase price allocations.

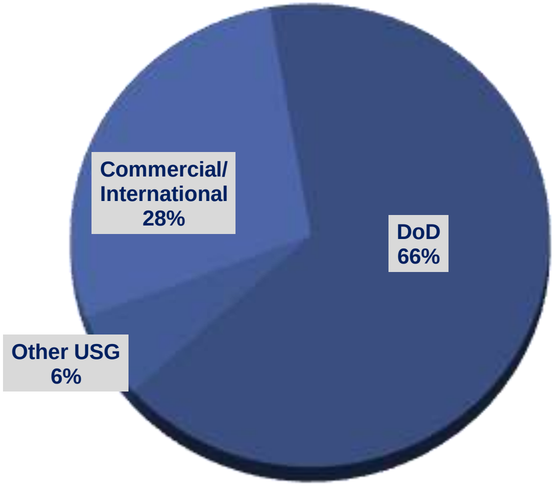
Our forward-looking statements speak only as of the date of these slides or as of the date they were made, and we undertake no obligation to update forward-looking statements. For a more detailed discussion of these factors, also see the information under the captions "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in our most recent report on Form 10-K for the year ended December 31, 2014, and any material updates to these factors contained in any of our future filings.

As for the forward-looking statements that relate to future financial results and other projections, actual results will be different due to the inherent uncertainties of estimates, forecasts and projections and may be better or worse than projected and such differences could be material. Given these uncertainties, you should not place any reliance on these forward-looking statements.

L-3 at a Glance

- Leading positions in select aerospace defense markets
- Prime contractor: ISR systems, aircraft sustainment, training & simulation, night vision & I^2
- Supplier: electronic and communication systems
- Strengths:
  - broad/diverse technologies, contracts
  - efficient capital structure… IG credit
  - high earnings-to-cash flow conversion
- Strategic objectives:
  - strengthen portfolio
  - expand operating margins
  - return top-line to growth

2015 Estimated Sales Mix



Favorable Outlook in U.S. Government Markets

- **Geopolitical threats escalating**
- **Fiscal deficit improving**
- **DoD budget growth resumes in FY16**
  - **BBA 2.0 reduces sequester cuts, sets budgets for FY16-17, raises OCO funding**
  - **Budget constraints and BBP remain**
- **Market share opportunities… especially in USG classified**

Select DoD Awards

- Classified
  - Communication System for multiple agencies - - $260 million
- Gray Eagle
  - UAV communication systems - - $90 million
- Manned UnManned Teaming eXpanded (MUMT-X)
  - Upgrade communication data link between Apache and UAVs: Initial award $11 million with $400 million follow-on potential
- EMARSS - Geospatial (G)
  - Enhanced sensors for Constant Hawk and TACOP aircraft - - $48 million
- EMARSS - Multi-Int (M)
  - Prototype development contract for ISR aircraft - - $32 million
- U.S. Coast Guard C-130J
  - Missionization of two C-130J aircraft - - $93 million

Attractive International & Commercial Opportunities

- **International - - large addressable market**
  - **Increased marketing & selling efforts**
  - **Key product areas:**
    - **ISR systems, simulators, communication systems, night vision, sensors**
  - **Business lumpiness in expected long-term growth market**

- **Commercial - - favorable fundamentals**
  - **Key product areas:**
    - **Aviation products, security screening, and training & simulation**

Select International & Commercial Wins

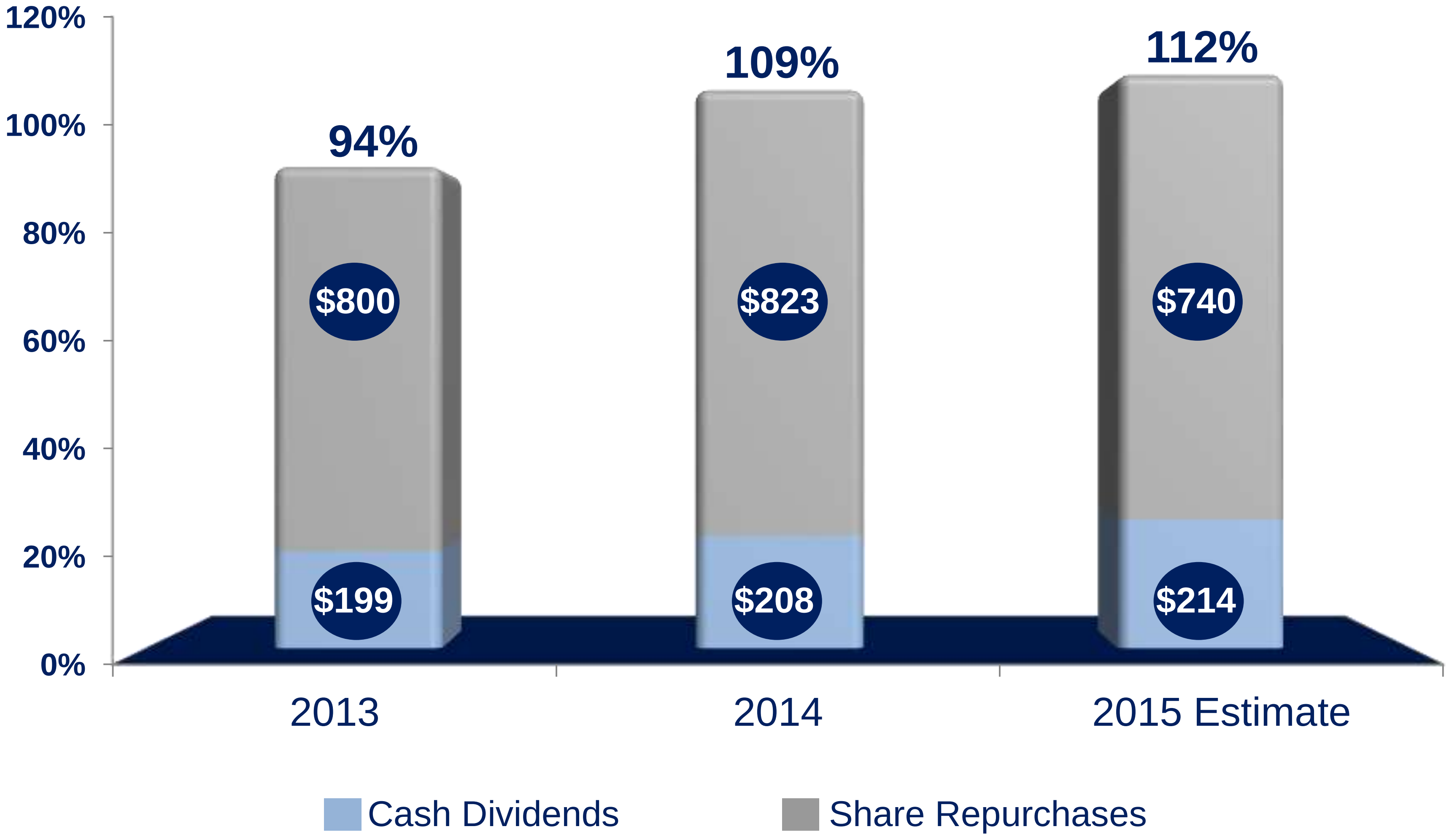
- Australian Very Small Aperture Terminals (VSATs)
  - Production of 1.2 & 2.0 meter Manpacks - - $90 million
- Japanese Coast Guard Surveillance Aircraft
  - Installation of Mission Systems - - $60 million
- Hainan Airlines Trainers
  - Full Flight Simulators (FFS) for B787 and A320 - - $40 million
- Singapore Airport Security
  - Baggage screening systems for Changi Airport Group - - $30 million
- Canadian Navy Arctic Offshore Patrol Cutter
  - On-board communication systems - - $30 million

Cash Deployment - - 2015

- Generating $850M Free Cash Flow
- IR&D - - $260M
- Acquisitions - - $321M
- Divestiture proceeds - - $305M
- Repaying $300M of Debt
- Dividends of $214M… 11th annual increase
- Repurchasing $740M of stock

Cash Flow Returned to Shareholders

($ in Millions)



2015 Consolidated Financial Guidance

(in Millions, except per share amounts)

	Guidance (October 29, 2015)	Midpoint vs. 2014
Sales	$11,400 to $11,500	-6%
Segment Operating Margin	8.3%	-60 bps
Interest Expense and Other	$178	11%
Effective Tax Rate	25.4%	-140 bps
Diluted Shares	81.9	-7%
Adjusted Diluted EPS	$6.80 to $6.90	-9%
Free Cash Flow	$850	-10%

Notes:
(1) The guidance assumes the U.S. Federal Research & Experimentation (R&E) tax credit is not re-enacted. If re-enacted for 2015, the R&E tax credit would reduce the effective tax rate by 250 basis points and increase diluted EPS by $0.24.
(2) Segment operating margin and adjusted diluted EPS exclude an after-tax non-cash goodwill impairment charge of $463 million, or $5.65 per diluted share for NSS and an aggregate after-tax loss of $18 million, or $0.22 per diluted share, related to business divestitures.
(3) See Reconciliation of GAAP to Non-GAAP Measurements.

2016 Consolidated Preliminary Outlook (October 29, 2015)

Net sales growth	-3%
Organic sales growth	-1.5%
Operating margin change	+80 bps
Tax rate	31%
Diluted EPS growth	+6%
Free cash flow	~ $850 million

Select Assumptions:

(1) Estimated organic sales growth (excluding impacts from business divestitures and acquisitions) by end customer market: (i) 0% for U.S. Government, including the DoD, (ii) -15% for international (foreign governments) and (iii) +7% for commercial.

(2) Operating margin assumes a net pension expense decrease of $8 million to $23 million for 2016 compared to 2015. The 2016 preliminary pension expense estimate assumes a weighted average discount rate of 4.45%, compared to 4.14% for 2015 and a weighted average asset return of 4% for 2015.

(3) The tax rate assumes no U.S. R&E tax credit. If re-enacted for 2016, the R&E tax credit would reduce the effective tax rate 230 basis points and increase 2016 diluted EPS $0.24.

(4) Planned share repurchases of $500 million.

(5) Diluted EPS growth is calculated based on a comparison to the midpoint of 2015 adjusted diluted EPS guidance range of $6.80 to $6.90.

(6) The 2016 Preliminary Outlook includes the NSS segment for which the company is currently evaluating strategic alternatives. The divestiture of NSS would reduce the 2016 preliminary outlook for diluted EPS by 3% to 4%.

L-3 Summary

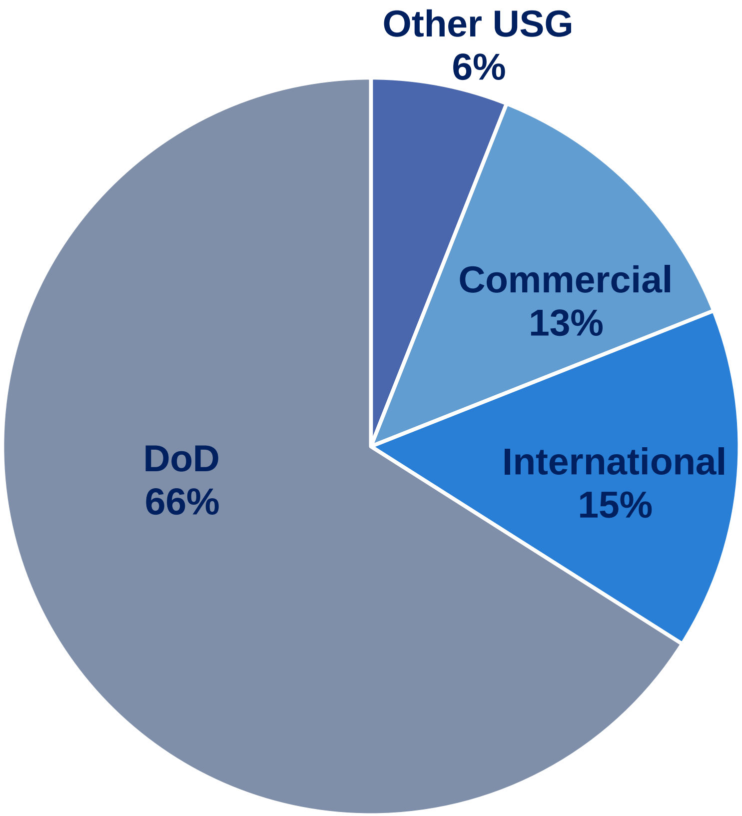
- **DoD budget inflecting upward in FY16**
- **Affordable solutions/technologies aligned with customer priorities**
- **Generating solid cash flow**
- **Focusing on margin expansion, top-line growth and portfolio strengthening**
- **Reshaping portfolio to faster growing and higher returning markets where L-3 is a leader**

Q & A

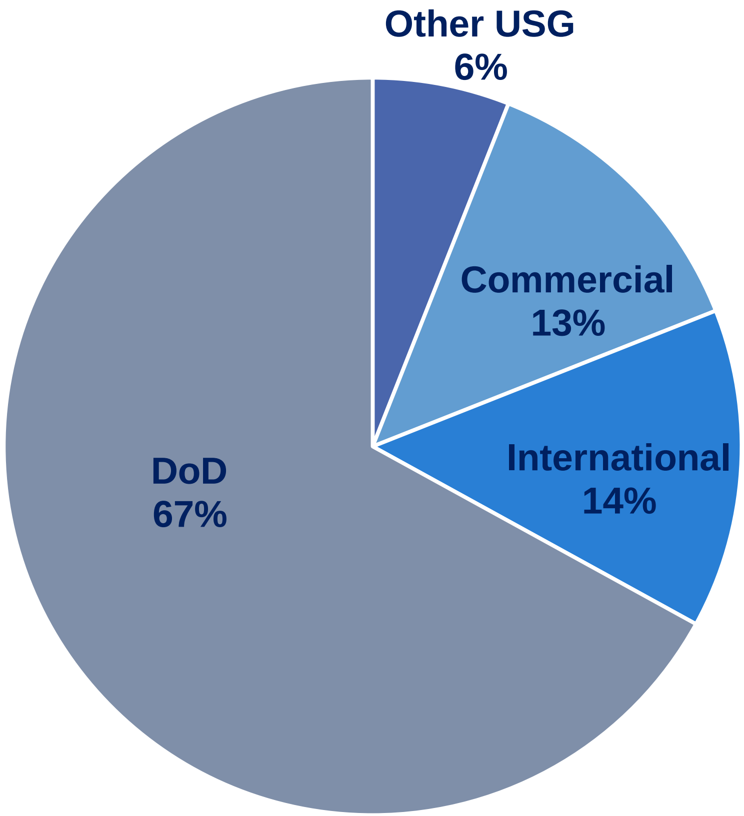
Supplemental Data

End Customer Sales Mix

2015 Estimate



2016 Preliminary Outlook



2015 Segment Guidance

($ in Millions)

Segment	Sales	Midpoint Sales vs. 2014	Segment Operating Margin	Midpoint Margin vs. 2014 (bps)
Electronic Systems	$4,250 to $4,300	-7%	11.8% to 11.9%	+25
Aerospace Systems	$4,100 to $4,150	-5%	5.1% to 5.2%	-155
Comm Systems	$1,950 to $2,000	0%	9.5% to 9.6%	-35
NSS	$1,050 to $1,100	-11%	4.0% to 4.1%	-125
Total Segment	**$11,400 to $11,500**	**-6%**	**8.3%**	**-60**

Note: Estimated net pension expense (FAS, net of CAS) for 2015 vs. 2014 is expected to increase $61 million, reducing estimated 2015 operating margin by 50 basis points (bps) ($12 million or 30 bps for Electronic Systems, $28 million or 70 bps for Aerospace Systems, $19 million or 100 bps for Communication Systems, and $2 million or 20 bps for NSS).

Cash Flow

($ in Millions)

	2015 Guidance	2014 Actual
Net income	$ 95*	$ 677
Impairment/divestiture charges	520	-
Depreciation & amortization	224	225
Deferred income taxes	-	121
401K common stock match	120	130
Stock-based employee compensation	51	52
Excess income tax benefits related to stock-based comp.	(25)	(17)
Amortization of pension and OPEB net losses	67	15
Working capital/other items	(7)	(78)
Capital expenditures, net	(195)	(179)
Free cash flow	$ 850	$ 946

* Includes after tax charges related to the business divestitures of MSI, BSI and the Tinsley Product Line of $18 million and NSS goodwill impairment of $463 million.

Cash Sources and Uses

($ in Millions)

	2015 Guidance	2014 Actual
Beginning cash	$ 442	$ 500
Free cash flow	850	946
Acquisitions, net of divestitures	(16)	(57)
Dividends	(214)	(208)
Share repurchases	(740)	(823)
Senior notes (redemption) net proceeds	(300)	988
CODES redemption	-	(935)
Change in cash balance included in assets held for sale	61	(61)
Other, net	57	92
Ending cash	$ 140	$ 442

Note: See Reconciliation of GAAP to Non-GAAP Measurements.

Capitalization and Leverage

($ in Millions)

	9/25/15 Actual	12/31/14 Actual
Cash	$323	$442
Debt	$3,940	$3,939
Equity	4,659	5,360
Invested Capital	$8,599	$9,299
Debt/Invested Capital	45.8%	42.4%
Bank Leverage Ratio	2.82x	2.48x
Available Revolver	$1,000	$1,000

Note: Equity includes non-controlling interests (minority interests) of $75 million as of September 25, 2015 and December 31, 2014.

Reconciliation of GAAP to Non-GAAP Measurements (1 of 3)

(in Millions)

		2016 Outlook	2015 Guidance	2014 Actual
Net cash from operating activities		$ 1,045	$ 1,045	$ 1,125
Less:	Capital expenditures	(200)	(200)	(183)
Add:	Dispositions of property, plant and equipment	5	5	4
Free cash flow		$ 850	$ 850	$ 946

Reconciliation of GAAP to Non-GAAP Measurements (2 of 3)

	2015 Guidance	
	Low End of Range	High End of Range
Diluted EPS attributable to L-3 Holdings' common stockholders	$ 0.93	$ 1.03
EPS impact of loss on business divestitures[(A)]	0.05	0.05
EPS impact of the non-cash impairment charge related to MSI assets held for sale[(B)]	0.15	0.15
EPS impact of the loss on a forward contract to sell Euro proceeds from the MSI divestiture[(C)]	0.02	0.02
EPS impact of the goodwill impairment charge[(D)]	5.65	5.65
Adjusted diluted EPS*	$ 6.80	$ 6.90

* Adjusted diluted EPS is diluted EPS attributable to L-3 Holdings' common stockholders, excluding the charges or credits relating to business divestitures and non-cash goodwill impairment charges. Adjusted net income attributable to L-3 is net income attributable to L-3, excluding the charges or credits relating to business divestitures and non-cash goodwill impairment charges. These amounts are not calculated in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP). The company believes that the charges or credits relating to business divestitures and non-cash goodwill impairment charges affect the comparability of the results of operations and financial guidance for 2015 to the results of operations for 2014. The company also believes that disclosing net income and diluted EPS excluding the charges or credits relating to business divestitures and non-cash goodwill impairment charges will allow investors to more easily compare the 2015 results and financial guidance to the 2014 results. However, these measures may not be defined or calculated by other companies in the same manner.

Reconciliation of GAAP to Non-GAAP Measurements (3 of 3)

(in Millions, except per share amounts)

		2015 Guidance
(A)	Loss on business divestitures	$ (8)
	Tax benefit	4
	After-tax impact	(4)
	Diluted weighted average common shares outstanding	81.9
	Per share impact	$ (0.05)
(B)	Non-cash impairment charge related to MSI assets held for sale	$ (17)
	Tax benefit	5
	After-tax impact	(12)
	Diluted weighted average common shares outstanding	81.9
	Per share impact	$ (0.15)
(C)	Loss on a forward contract to sell Euro proceeds from the MSI divestiture	$ (4)
	Tax benefit	2
	After-tax impact	(2)
	Diluted weighted average common shares outstanding	81.9
	Per share impact	$ (0.02)
(D)	Goodwill impairment charge	$ (491)
	Tax benefit	28
	After-tax impact	(463)
	Diluted weighted average common shares outstanding	81.9
	Per share impact	$ (5.65)

L3