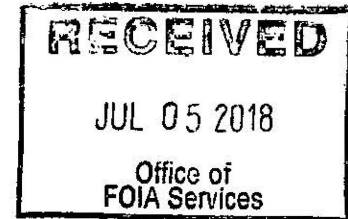


From: Request@ip-10-170-24-19.ec2.internal
Sent: Tuesday, July 03, 2018 9:07 PM
To: foiapa
Subject: Request for Document from Hutton, Amy

Follow Up Flag: Follow up
Flag Status: Flagged



Dr. Amy Hutton
Carroll School of Management, Boston College Chestnut Hill, Massachusetts 02467 United States

[REDACTED]
[REDACTED]

Request:

COMP_NAME: GENERAL DYNAMICS CORP

DOC_DATE: 1/1/2001 to 12/31/2006

CIK_NUM: 0000040533

TYPE: Comment letters

FEE_AUTHORIZED: Other Amount \$: \$0

FEE_WAIVER_REQUESTED: Yes

FEE_WAIVER_COMMENT: We are a team of researchers at Boston College planning to explore the effects of making SEC comment letters publicly available. In particular, we are seeking to document how timely and broader public access to SEC comment letters created a more level playing field for all investors. To undertake this research we need access to both the publicly disclosed SEC comment letters and the comment letters that were issued but not made public (issued prior to 2005). Our sample consists of S&P 500 firms. We can easily obtain the treatment sample, i.e., firms whose SEC comments letters are publicly available. We would like your help in obtaining the SEC comment letters that were issued but not publicly available on Edgar (control sample). Having both samples will enable us to conduct rigorous tests to assess the effects resulting from the letters becoming publicly available. We believe this research will help regulators, academics and the general investing public better understand the role played by the SEC disclosure rules and their implications.

EXPEDITED_SERVICE_REQUESTED: No



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
STATION PLACE
100 F STREET, NE
WASHINGTON, DC 20549-2465

Office of FOIA Services

August 3, 2018

Dr. Amy P. Hutton
Boston College
Carroll School of Management
Chestnut Hill, MA 02467

RE: Freedom of Information Act (FOIA), 5 U.S.C. § 552
Request No. **18-02399-FOIA**

Dear Dr. Hutton:

This letter is in response to your request, dated July 3, 2018 and received in this office on July 5, 2018, for information regarding GENERAL DYNAMICS CORP.

The search for responsive records has resulted in the retrieval of 7 pages of records that may be responsive to your request. They are being provided to you with this letter.

If you have any questions, please contact me at fultonc@sec.gov or (202) 551-8186. You may also contact me at foiapa@sec.gov or (202) 551-7900. You also have the right to seek assistance from Lizzette Katilius as a FOIA Public Liaison or contact the Office of Government Information Services (OGIS) for dispute resolution services. OGIS can be reached at 1-877-684-6448 or Archives.gov or via e-mail at ogis@nara.gov.

Sincerely,

A handwritten signature in cursive script, reading "Charlotte Fulton".

Charlotte Fulton
FOIA Research Specialist

Enclosures

Please direct replies to zip code 20549-0404

June 17, 2004

via facsimile and U.S. mail

Mr. John W. Schwartz
Vice President and Controller
General Dynamics Corporation
3190 Fairview Park Drive
Falls Church, Virginia 22042-4523

Re: Form 10-K for the year ended December 31, 2003
Form 10-Q for the period ended April 4, 2004
File No. 1-3671

Dear Mr. Schwartz:

We have reviewed your filings and have the following comments. We think you should revise your disclosures in future filings in response to these comments. If you disagree, we will consider your explanation as to why our comment is inapplicable or a revision is unnecessary. Please be as detailed as necessary in your explanation. In some of our comments, we may ask you to provide us with supplemental information so we may better understand your disclosure. After reviewing this information, we may or may not raise additional comments. We ask that you respond by July 1, 2004.

Please understand that the purpose of our review process is to assist you in your compliance with the applicable disclosure requirements and to enhance the overall disclosure in your filings. We look forward to working with you in these respects. We welcome any questions you may have about our comments or on any other aspect of our review. Feel free to call us at the telephone numbers listed at the end of this letter.

Form 10-K for the year ended December 31, 2003

Note B-Acquisitions, Intangible Assets and Goodwill, Net

1. Given the significance of the Veridian acquisition, you should provide all the disclosures required by paragraphs 51 and 52 of SFAS 141 in future filings. With respect to the other acquisitions, it appears that a significant amount of goodwill was acquired. For those acquisitions, you should provide the disclosures required by paragraphs 52 and 53 of SFAS 141 in future filings. In addition, it also appears that the disclosures required by paragraph 54 of SFAS 141 should also be provided in future filings.

2. We note that of the approximate \$3 billion in acquisitions in 2003, you have assigned \$2.5 billion, or more than 80% of the purchase price to goodwill. Tell us, by acquisition, what was your consideration of identification and allocation of the purchase price to intangibles.

Note R-Business Group Information

3. You disclose in "Business-International" (page 8) that long-lived assets outside the United States have increased to 16% of your total assets (or \$2.6 billion in 2003) from 6% (or \$.7 billion last year). In future filings, if the amount of long-loved assets outside the United States continues to exceed 10% of your total assets, disclose the information called for under SFAS 131(b).

Note O-Commitments and Contingencies-Environmental

4. In connection with your assessment of environmental liabilities, we note that you refer to outside counsel and environmental consultants. Please note that if this Form 10-K is incorporated by reference into a registration statement, you must either revise the Form 10-K to delete your reference to these experts or you must identify the firms and include their consents in accordance with Section 436(b) of Regulation C.

5. In future filings provide the changes in the carrying amount of warranty liabilities for each period presented. Refer to paragraph 14b of FIN 45.

Please provide us with a letter that keys your responses to our comments and provides any requested supplemental information. Detailed response letters greatly facilitate our review. Please submit responses electronically following Regulation S-T. Please understand that we may have additional comments after reviewing your responses to our comments.

If you have questions regarding our comments or any related matters please call John Cash at (202) 824-5373 or Jeanne Baker at (202) 942-1835 or in their absence, you can call me at (202) 942-1798.

Sincerely,

John Hartz
Senior Assistant Chief Accountant
General Dynamics Corporation
Forms 10-K and 10-Q
Page 1

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549-0404

DIVISION OF
CORPORATION FINANCE

July 24, 2002

Mr. John W. Schwartz
Vice President and Controller
General Dynamics Corporation
3190 Fairview Park Drive
Falls Church, VA 22042-4523

RE: Form 10-K for the year ended December 31, 2001
Form 10-Q for the quarter ended March 31, 2002

Dear Mr. Schwartz:

We reviewed your filings and have the following comments. We limited our review to your financial statements and related disclosures. Where indicated, we think you should revise your future filings to comply with our comments. If you disagree, we will consider your explanation as to why our comment is inapplicable or a revision is unnecessary. Please be as detailed as necessary in your explanation. In some of our comments, we ask you to provide us supplemental information so we may better understand your disclosure. After reviewing this information, we may or may not raise additional comments.

Please understand that the purpose of our review process is to assist you in your compliance with the applicable disclosure requirements and to enhance the overall disclosures in your filing. We look forward to working with you in these respects. We welcome any questions you have about our comments or on any other aspect of our review. Feel free to call us at the telephone numbers listed at the end of this letter.

Annual Report 2001

Recurring Net Earnings

1. In your annual report you use the term "Recurring Net Earnings" in a graph within MD&A and present "Recurring Earnings" per share in the Letter to Shareholders. This measure is inconsistent with generally accepted accounting principles. Therefore make the following changes in all future filings, including your annual report (if such information is incorporated by reference), wherever such term is presented.

- * Explain that it is not a measure under generally accepted accounting principles;
- * Explain how the measure is useful to investors;
- * Never present any non-GAAP measures on a per share basis;

Look at Financial Reporting Codification 202, Accounting Series Release 142 and Staff Accounting Bulletin 5:P (Interpretive Response to Question 15), to find more details about this issue.

Management's Discussion and Analysis, Consolidated Overview

2. In future filings, present Cash Provided By Operating Activities within the framework of your statement of cash flows. The implication of a presentation which shows only the cash flows

generated from operations portion of the statement of cash flows is that the use of such cash flows is entirely at the discretion of management. See FRC 202.03 for additional details.

Form 10-K for the year ended December 31, 2001

Management's Discussion and Analysis

Commitments

3. We believe investors would find it beneficial if you aggregated information about your contractual obligations and commercial commitments in a single location so that a total picture of obligations would be readily available. In future filings, consider presenting the total picture of your liquidity and capital resources and the integral role of your on- and off-balance sheet arrangements by providing a schedule of contractual obligations and commercial commitments as of the latest balance sheet date. Refer to FR 61.

Backlog

4. We note your discussion regarding the termination of contracts with Avolar as well as your belief that you would be able to re-market the aircraft previously under contract to Avolar. We, however, did not see any update of this issue in your Form 10-Q for the quarter ended March 31, 2002. Tell us supplementally, and revise future filings as appropriate, whether you have been successful in re-marketing the aircraft previously under contract to Avolar and, if not, the impact this issue has had on your results of operations.

Quantitative and Qualitative Disclosures about Market Risk

5. Your disclosures do not appear to conform to the requirements of Item 305 of Regulation S-K. Revise future filings to state that you have no material market risk sensitive instruments, positions or transactions, or to provide all the disclosures required by Item 305 of Regulation S-K.

Note A - Revenue Recognition

6. We note that in connection with our previous review of your Form 10-K for the year ended December 31, 1999, you provided us with supplemental information regarding revenue recognition for the manufacture of "green" aircraft and its completion. Specifically, you indicated that you recognize revenues for contracts for new aircraft sales based upon the completed contract method and that you segment these contracts between "green" delivery and outfitted delivery. You clarify that the recognition point for the "green" delivery is the completion of the "green" aircraft, with acceptance by the customer evidenced by a signed customer acceptance document. In future filings, provide similar clarifying information to help readers more fully understand your revenue recognition policy for contracts for aircraft.

7. We note your revenue recognition policy with regard to claims. In future filings, disclose any material claims that you have recorded. Refer to paragraph 65 of SOP 81-1.

Note A - Inventories and Note O - Commitments and Contingencies

8. You disclose that pre-owned aircraft acquired in connection with

the sale of new aircraft are recorded at the lower of the trade-in value (determined at the time of trade and based on estimated fair value) or estimated net realizable value. Note O indicates however that the trade-ins are at guaranteed minimum trade-in prices. Tell us supplementally and disclose in future filings the term of the option period and how the company would account for any difference in the trade-in price and fair market value. Refer to EITF 00-24.

9. Disclose in future filings your total commitments under this trade-in program. Refer to paragraph 12 of SFAS5.

Note A - Environmental Liabilities and Note O Commitments and Contingencies

10. We refer to your disclosure under Item 3 -- Legal Proceedings regarding your environmental contingencies and specifically to your belief that you have adequate environmental accruals. In accordance with SAB Topic 5Y, Question 5, we remind you that where there is at least a reasonable possibility that a loss in excess of amounts already recognized may have been incurred and the amount of that additional loss would be material to a decision to buy or sell your securities, you must disclose the estimated additional loss, or range of loss, that is reasonably possible or state that such an estimate cannot be made.

11. In this regard, tell, in detail, how your disclosures regarding environmental issues comply with SAB Topic 5:Y.

Note B - Business Combinations

12. We note that none of the disclosures required by paragraph 54 of SFAS 141 have been provided. Based on the post-acquisition revenues of Decision Systems and Galaxy discussed in MD&A, it appears that the combined pre-acquisition revenues of the 2001 acquisitions may be material. If so, comply with paragraph 54 of SFAS 141 in future filings.

13. You indicate that your certain of your purchase price allocations are still preliminary and that they will be finalized within one year from their respective dates of acquisition. We remind you that the one-year allocation period is specific to the guidance set forth in SFAS 38. If you are waiting for additional information necessary for the measurement of a contingency of the acquired company during the allocation specified by SFAS 38, tell us supplementally and disclose in future filings the following additional information: (1) the nature of the contingency, (2) identify what information you have arranged to obtain, (3) indicate when the allocation is expected to be finalized and (4) furnish other available information which will enable a reader to understand the magnitude of any potential accrual and the range of reasonably possible loss. If you are waiting for additional information unrelated to the contingency of the acquired company, tell us what information you are waiting for and the potential impact such additional information may have on your financial statements.

Note E -- Contracts in Progress and Note R. Retirement Plans

14. Tell us the authoritative literature that supports your accounting for other contract costs. Specifically address your basis for using contract backlog as your basis for the recovery of these

costs. Provide us a rollforward of these deferred costs for each period presented and include a discussion of when these costs were incurred and an estimate of when they will be subsequently allocable to contracts.

15. Also tell us the authoritative literature that supports your accounting for the deferral of earnings resulting from the difference between the amounts contributed and charged to contracts and included in net sales and the SFAS 87 net periodic pension cost as well as your deferral of pension settlements and curtailments. Provide us a rollforward of these deferred earnings for each period presented and include a discussion of when these deferred earnings arose and when these amounts will be recognized in income.

16. We note that you have recently changed your accountants. Confirm to us that your new accountants have reviewed and concur with your accounting for the above two items.

Note O - Commitments and Contingencies

17. Tell us and disclose in future filings how you classify payments to suppliers with which you have revenue sharing agreements. Refer to EITF 01-9.

Note S-Business Group Information

18. Based on your disclosures in the Business section and Management's Discussion and Analysis, it appears that you have aggregated "business units" into four reportable segments. In future filings, clarify, if true, that you have aggregated operating segments and disclose the types of products and services from which each reportable segment derives its revenues. Refer to paragraph 26 of SFAS 131.

Note U - Condensed Consolidating Financial Statements

19. Confirm for us supplementally, and revise future filings to clarify, that your guarantor subsidiaries are 100% owned. In this regard, we refer you to differences in the defined term of "100% owned subsidiary" as set forth in Rule 3-10(h)(1) of Regulation S-X and "wholly-owned subsidiary" as set forth in Rule 1-02(aa) of Regulation S-X. If your guarantor subsidiaries are not 100% owned, tell us how you have complied with the requirements of Rule 3-10 of Regulation S-X.

Please respond to these comments within 10 business days or tell us when you will provide us with a response. Please provide a letter that keys your responses to our comments and provides any requested supplemental information. Detailed response letters greatly facilitate our review. Please file your response electronically following Regulation S-T. Please understand that we may have additional comments after reviewing your responses to our comments.

If you have any questions regarding our comments or any related matters please call Jeanne Baker at (202) 942-1835, or if you can't contact her, call me at (202) 942-1798.

Sincerely,

John Hartz

Senior Assistant Chief Accountant

Mr. John W. Schwartz
General Dynamics Corporation
Page 1

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549-0404

DIVISION OF
CORPORATION FINANCE