

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 11-K

Annual Report Pursuant to Section 15(d)
of the Securities Exchange Act of 1934

Annual Report pursuant to Section 15(d) of the Securities
Exchange Act of 1934 (Fee Required)

For the fiscal year ended December 31, 1994

OR

Transition Report pursuant to Section 15(d) of the
Securities Exchange Act of 1934 (No Fee Required)

For transition period from _____ to _____

Commission file number: 1-3229

A. Full title of the plan and address of the plan if
different from that of the issuer named below:

NORTHROP GRUMMAN SAVINGS AND INVESTMENT PLAN

B. Name of issuer of the securities held pursuant to the
plan and the address of its principal executive office:

NORTHROP GRUMMAN CORPORATION
1840 Century Park East
Los Angeles, California 90067

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of
1934, the Administrative Committee of the Northrop Grumman Savings
and Investment Plan has duly caused this annual report to be signed
on its behalf by the undersigned hereunto duly authorized.

NORTHROP GRUMMAN SAVINGS AND INVESTMENT PLAN

By: Administrative Committee

By: /s/ _____

Printed Name: Rose Mary Abelson

Title: Member of Administrative Committee

Dated: _____

APPENDIX

Material Omitted from Electronic Filing

In accordance with General Instruction E of Form 11-K, the
plan's financial statements and schedules prepared in accordance
with the financial reporting requirements of ERISA have been
omitted from this Form 11-K and filed in paper under cover of Form
SE.