**1. Name and Address of Reporting Person**
- Felsinger Donald E

   - (Last) 2980 FAIRVIEW PARK DRIVE
   - (First) FALLS CHURCH
   - (Middle) VA
   - (City) 22042

**2. Issuer Name and Ticker or Trading Symbol**
- NORTHROP GRUMMAN CORP /DE/ [ NOC ]

**3. Date of Earliest Transaction (Month/Day/Year)**
- 05/15/2019

**5. Relationship of Reporting Person(s) to Issuer**
- X Director
- 10% Owner
- Officer (give title below)
- Other (specify below)

**4. If Amendment, Date of Original Filed (Month/Day/Year)**

**6. Individual or Joint/Group Filing (Check Applicable Line)**
- X Form filed by One Reporting Person
- Form filed by More than One Reporting Person

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>05/15/2019</td>
<td>A</td>
<td>A</td>
<td>543</td>
<td>D</td>
<td>A</td>
</tr>
</tbody>
</table>

Price: $294.49

Amount: 36,051

**Explanation of Responses:**

1. Represents shares of common stock deferred into a stock unit account pursuant to the Northrop Grumman 2011 Long-Term Incentive Stock Plan (the “Plan”) in a transaction exempt pursuant to Rule 16b-3.

2. Represents shares of common stock, including dividends, held in a stock unit account pursuant to the Plan. Dividends earned on shares held in the stock unit account were exempt from Section 16 and not reportable under Rule 16a-11.

/s/ Jennifer C. McGarey,  
Attorney-in-Fact  
05/17/2019

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see instruction 4 (b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.