

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>NORTHROP GRUMMAN CORP /DE/</u>  (Last) (First) (Middle) 1840 CENTURY PARK EAST  (Street) LOS ANGELES CA 90067  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TRW AUTOMOTIVE HOLDINGS CORP</u> [ TRW ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <b>Former 10% Owner</b>
	3. Date of Earliest Transaction (Month/Day/Year) 03/11/2005	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock <sup>(1)</sup>	03/11/2005	03/11/2005	s <sup>(2)</sup>		7,256,500	D	\$19.65	9,743,500	I	See footnote. <sup>(3)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
NORTHROP GRUMMAN CORP /DE/  
 (Last) (First) (Middle)  
 1840 CENTURY PARK EAST  
 (Street)  
 LOS ANGELES CA 90067  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
RICHMOND TAI INC  
 (Last) (First) (Middle)  
 1840 CENTURY PARK EAST  
 (Street)  
 LOS ANGELES CA 90067  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
RICHMOND UK INC  
 (Last) (First) (Middle)  
 1840 CENTURY PARK EAST  
 (Street)

LOS ANGELES CA 90067

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

NORTHROP GRUMMAN SPACE & MISSION  
SYSTEMS CORP

(Last) (First) (Middle)

1840 CENTURY PARK EAST

(Street)

LOS ANGELES CA 90067

(City) (State) (Zip)

**Explanation of Responses:**

1. Par value \$0.01 per share.
2. Shares were sold pursuant to the First Stock Purchase Agreement and Second Stock Purchase Agreement dated March 8, 2005, by and among TRW Automotive Holdings Corp., as the purchaser, Northrop Grumman Corporation and Richmond U.K. Inc. (together, as the Seller) in a transaction that closed on March 11, 2005.
3. The shares represent approximately 9.9% ownership by Richmond U.K. Inc., a Delaware corporation, which is 100% owned by Richmond TAI Corp., a Delaware corporation, which is 100% owned by Northrop Grumman Space & Mission Systems Corp., an Ohio corporation, which is 100% owned by Northrop Grumman Corporation, a Delaware corporation, in a transaction reportable under Section 12 of the Securities Exchange Act of 1934.

John H. Mullan, Corporate  
Vice President and Secretary. 03/15/2005

\*\* Signature of Reporting Person Date

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).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.**

Form 4 Joint Filer Information

Name: Northrop Grumman Space & Mission Systems Corp., an Ohio corporation  
Address: 1840 Century Park East  
Los Angeles, CA 90067  
Designated Filer: Northrop Grumman Corporation  
Issuer & Ticker Symbol: NOC  
Date of Event  
Requiring Statement: 03/15/2005  
Signature:  
By: Kathleen M. Salmas  
Secretary

Name: Richmond TAI Corp., a Delaware corporation  
Address: 1840 Century Park East  
Los Angeles, CA 90067  
Designated Filer: Northrop Grumman Corporation  
Issuer & Ticker Symbol: NOC  
Date of Event  
Requiring Statement: 03/15/2005  
Signature:  
By: Kathleen M. Salmas  
Secretary

Name: Richmond U.K. Inc., a Delaware corporation  
Address: 1840 Century Park East  
Los Angeles, CA 90067  
Designated Filer: Northrop Grumman Corporation  
Issuer & Ticker Symbol: NOC  
Date of Event  
Requiring Statement: 03/15/2005  
Signature:  
By: Kathleen M. Salmas  
Secretary