FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

CHANGES IN BENEFICIAL OWNERSHIP

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

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

Name and Address of Reporting Person* Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol NORTHROP GRUMMAN CORP /DE/ [5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Warden Kathy J						NOC]								X Director				10% Ov	vner
(Last)	(Fir	st) (N	Middle)		1101										Office belov	er (give title v)		Other (s	specify
2980 FAIRVIEW PARK DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 05/03/2021									Chairman, CEO and President					nt
(Street) FALLS	VA	. 2	2042		4. If A	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					.
CHURC	Η '''	_	2012											Λ		,	ore than One Reporting		
(City)	(Sta	ate) (ž	Zip)												Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Transactic Date (Month/Day/						Execution Date,			3. 4. Securities Ac Transaction Disposed Of (D) Code (Instr. 8) 5)					and Securit		ties cially I Following	6. Owner Form: I (D) or In (I) (Inst	Direct ndirect r. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) o (D)	r Price)	Transa	ction(s) 3 and 4)			(111501. 4)
Common Stock 05/03/20					021				S		4,916(1)	D	\$35	52.04 114		,040.29	Γ		
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)	tive Conversion Date Execution Date, or Exercise (Month/Day/Year) if any			4. Transaction Code (Instr. 8)		of Deriv Secu Acqu (A) o Dispo	r osed) r. 3, 4	6. Date Expira (Month	tion D	Year) Securities Underlying Derivative Security (Ins 3 and 4) Amou		int of ities rlying ative ity (Instr. 4)	Der Sec (Ins	rice of ivative curity etr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownershi Form: y Direct (D) or Indirec (I) (Instr. 4		Beneficial Ownership t (Instr. 4)	
					Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	or Number of Shares	r					

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

/s/ Jennifer C. McGarey, 05/05/2021 Attorney-in-Fact

** 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.