

Mail Stop 3561

May 10, 2010

Via Fax & U.S. Mail

Mr. Wesley G. Bush
Chief Executive Officer
Northrop Grumman Corporation
1840 Century Park East
Los Angeles, California 90067

**Re: Northrop Grumman Corporation
Form 10-K for the year ended December 31, 2009
Filed February 9, 2010
File No. 1-16411**

Dear Mr. Bush:

We have completed our review of your Form 10-K noted above and do not, at this time, have any further comments.

Sincerely,

Linda Cvrkel
Branch Chief