

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

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. Date of Event Requiring Statement (Month/Day/Year) 02/02/2004	3. Issuer Name and Ticker or Trading Symbol <u>TRW AUTOMOTIVE HOLDINGS CORP [ TRW ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock <sup>(1)</sup>	17,000,000 <sup>(2)</sup>	I <sup>(3)</sup>	See footnote. <sup>(3)</sup>

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	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 TAL 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. The amount of shares reflect a 100 for 1 stock split of Issuer's Common Stock effected on January 27, 2004 as disclosed in Issuer's Amendment No. 6 to Form S-1 Registration Statement No. 333-110513 filed January 27, 2004.

3. The shares represent 17.2% 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

02/02/2004

\*\* 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 5 (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 3 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  
01/ /2004  
Signature: s/Kathleen M. Salmas  
By: 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  
01/ /2004  
Signature: s/Kathleen M. Salmas  
By: 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  
01/ /2004  
Signature: s/Kathleen M. Salmas  
By: Secretary