

Disclosure to Holders Pursuant to U.S. Treasury Regulations Section 1.1273-2(f)(9)

Northrop Grumman Corporation (“NGC”) (NYSE: NOC) Exchange Offer, September 2, 2021

On September 2, 2021, Northrop Grumman Corporation. (the “Issuer”) issued six series of notes (the “Notes”) identified below. The Issuer has determined that the Notes, with the exception of certain Notes listed below, are “traded on an established securities market” within the meaning of U.S. Treasury Regulations Section 1.1273-2(f)(9). With respect to debt instruments “traded on an established securities market”, the issue price should equal the fair market value of the debt instruments on the issue date for U.S. federal income tax purposes. The Notes due in 2028, 2029 and 2036 on account of an exception for issuances that do not exceed \$100 million, are “not traded on an established securities market” and thus, treated as issued for their stated principal. The Issuer has determined the issue price of the Notes (expressed as a percentage of par) to be stated below. The Issuer has elected to calculate the issue price of the Notes by excluding the pre-issuance accrued interest thereon, and accordingly the issue prices listed below are exclusive of pre-issuance accrued interest on the Notes.

<u>Title of Series of Notes</u>	<u>CUSIP Numbers</u>	<u>Issue Price / Stated Principal</u>
7.875 % Notes due March 1, 2026	666807BV3 / U66508AF6	127.475%
7.75% Notes due March 15, 2026	666807BX9 / U66508AG4	127.078%
6.650% Notes due January 15, 2028	666807BZ4 / U66508AH2	100.00%
7.750% Notes due June 1, 2029	666807CB6 / U66508AJ8	100.00%
7.750% Notes due February 15, 2031	666807CD2 / U66508AK5	146.266%
6.980% Notes due March 15, 2036	666807CF7 / U66508AL3	100.00%

There can be no assurance that the IRS will not take a different position from ours or that any such position would be sustained. Investors are encouraged to consult their own tax advisors regarding their particular consequences relating to the Notes.

Unless otherwise defined, all capitalized terms shall bear the same meanings as in that certain offering memorandum and consent solicitation statement, dated August 2, 2021, and supplemented on August 16, 2021, of Northrop Grumman Corporation.