

NORTHROP GRUMMAN CORP /DE/ (NOC)

2026 DEF 14A · filed 2026-04-03 · CIK 0001133421

Headline facts

CEO TOTAL PAY

\$25,357,443

Kathy J. Warden · 2025 · 4% YoY

CEO PAY RATIO ITEM 402(U)

224 to 1

Median employee: \$112,998

SAY ON PAY

Not disclosed

COMPENSATION COMMITTEE CD&A

Compensation and Human Capital Committee

Governance policies

CLAWBACK

present

PLEDGING

Not disclosed

HEDGING

Not disclosed

STOCK OWNERSHIP GUIDELINES

present

Peer snapshot

2 peers auto-selected from NOC's disclosed compensation peer group. Each row shows the peer's latest filing.

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
BA BOEING CO	\$23,581,389	166 to 1	\$141,933	Compensation Committee
RTX RTX Corp	\$24,846,826	207 to 1	\$24,846,826	Compensation Committee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Kathy J. Warden Chair, Chief Executive Officer and President	\$1,840,385	\$16,750,230	\$4,218,000	\$1,278,811	\$25,357,443
Robert J. Fleming Corporate Vice President and President, Space Systems	\$807,308	\$3,500,158	\$929,100	\$628,340	\$6,173,251
Roshan S. Roeder Corporate Vice President and President, Mission Systems	\$807,308	\$3,500,158	\$929,100	\$158,987	\$5,726,054
Thomas H. Jones Corporate Vice President and President, Aero-nautics Systems	\$835,193	\$3,500,158	\$957,600	\$290,130	\$5,583,081
Kenneth B. Crews Former Corporate Vice President and Chief Financial Officer	\$850,000	\$3,000,104	\$969,000	\$148,098	\$5,162,665

CEO pay mix (latest year)

Base salary	8%
Cash incentive	18%
Equity	70%
Other	5%
At-risk	87%

Every fact above, traced back to filing text

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CEO pay ratio = 224 to 1

Extracted from: CEO Pay Ratio section (Item 402(u)) · confidence 0.94

“total compensation as calculated in the Summary Compensation Table on page 70. The median employee’s annual total compensation was \$112,998, which includes other forms of compensation such as financial and wellness benefits. The CEO’s annual total compensation was \$25,357,443. Based on this information, for 2025 the ratio of the annual total compensation of the CEO to the annual total compensation of the median employee was 224:1. 82Northrop Grumman”

Median employee compensation = \$112,998

Extracted from: CEO Pay Ratio section (Item 402(u)) · confidence 0.9

“no changes to our global employee population or our compensation plans that would result in a significant change to our pay ratio. We calculated the median employee’s annual total compensation in the same manner as the CEO’s annual total compensation as calculated in the Summary Compensation Table on page 70. The median employee’s annual total compensation was \$112,998, which includes other forms of compensation such as financial and wellness benefits. The CEO’s annual total compensation was \$25,357,443. Based on this information, for 2025 the ratio of the annual total compensation of the CEO ...”

Compensation committee = Compensation and Human Capital Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Compensation and Human Capital Committee”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Recoupment Policy”

Hedging policy = —

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Compensation Discussion & Analysis 2025 Named Executive Officers (NEOs) Kathy J. WardenChair, Chief Executive Officer and PresidentKenneth B. CrewsFormer Corporate Vice President and Chief Financial Officer(1)Robert J. FlemingCorporate Vice President and President, Space Systems Thomas H. JonesCorporate Vice President and President, Aeronautics SystemsRoshan S. RoederCorporate Vice President and President, Mission Systems (1) Mr. Crews was the Corporate Vice President and Chief Financial Officer in 2025. He stepped down from this position effective January 7, 2026 and left the Company February...”

Pledging policy = —

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Compensation Discussion & Analysis 2025 Named Executive Officers (NEOs) Kathy J. WardenChair, Chief Executive Officer and PresidentKenneth B. CrewsFormer Corporate Vice President and Chief Financial Officer(1)Robert J. FlemingCorporate Vice President and President, Space Systems Thomas H. JonesCorporate Vice President and President, Aeronautics SystemsRoshan S. RoederCorporate Vice President and President, Mission Systems (1) Mr. Crews was the Corporate Vice President and Chief Financial Officer in 2025. He stepped down from this position effective January 7, 2026 and left the Company February...”

Stock ownership guidelines = present

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“Stock Ownership Guidelines”