

AO 10* Rev. 1/2012		FINANCIAL DISCLOSURE REPORT NOMINATION FILING		Report Required by the Ethics in Government Act of 1978 (5 U.S.C. app. §§ 101-111)	
1. Person Reporting (last name, first, middle initial) CAPRONI, VALERIE E.		2. Court or Organization SOUTHERN DISTRICT OF NEW YORK		3. Date of Report 01/03/2013	
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) U.S. DISTRICT COURT JUDGE		5a. Report Type (check appropriate type) ☒ Nomination Date 01/03/2013 ☐ Initial ☐ Annual ☐ Final 5b. ☐ Amended Report		6. Reporting Period 01/01/2012 to 12/15/2012	
7. Chambers or Office Address 2980 FAIRVIEW PARK DRIVE M/S 12161A FALLS CHURCH, VA 22042					
IMPORTANT NOTES: The instructions accompanying this form must be followed. Complete all parts, checking the NONE box for each part where you have no reportable information. Insert signature on last page.					

I. POSITIONS. (Reporting individual only; see pp. 9-13 of filing instructions.)

☐ NONE (No reportable positions.)

POSITION	NAME OF ORGANIZATION/ENTITY
1. VICE PRESIDENT AND DEPUTY GENERAL COUNSEL	NORTHROP GRUMMAN CORP.
2.	
3.	
4.	
5.	

II. AGREEMENTS. (Reporting individual only; see pp. 14-16 of filing instructions.)

☒ NONE (No reportable agreements.)

DATE	PARTIES AND TERMS
1.	
2.	
3.	

III. NON-INVESTMENT INCOME. (Reporting individual and spouse; see pp. 17-24 of filing instructions.)

A. Filer's Non-Investment Income

☐ NONE (No reportable non-investment income.)

<u>DATE</u>	<u>SOURCE AND TYPE</u>	<u>INCOME</u> (yours, not spouse's)
1. 2012	NORTHROP GRUMMAN SALARY AND BONUS	\$450,860.00
2. 2011	NORTHROP GRUMMAN SALARY AND BONUS	\$121,918.00
3.		
4.		

B. Spouse's Non-Investment Income - If you were married during any portion of the reporting year, complete this section.

(Dollar amount not required except for honoraria.)

☒ NONE (No reportable non-investment income.)

<u>DATE</u>	<u>SOURCE AND TYPE</u>
1.	
2.	
3.	
4.	

IV. REIMBURSEMENTS -- transportation, lodging, food, entertainment.

(Includes those to spouse and dependent children; see pp. 25-27 of filing instructions.)

☐ NONE (No reportable reimbursements.)

<u>SOURCE</u>	<u>DATES</u>	<u>LOCATION</u>	<u>PURPOSE</u>	<u>ITEMS PAID OR PROVIDED</u>
1. EXEMPT				
2.				
3.				
4.				
5.				

Name of Person Reporting	Date of Report
CAPRONI, VALERIE E.	01/03/2013

V. GIFTS. *(Includes those to spouse and dependent children; see pp. 28-31 of filing instructions.)*

☐ NONE *(No reportable gifts.)*

SOURCE	DESCRIPTION	VALUE
1. EXEMPT		
2.		
3.		
4.		
5.		

VI. LIABILITIES. *(Includes those of spouse and dependent children; see pp. 32-33 of filing instructions.)*

☒ NONE *(No reportable liabilities.)*

CREDITOR	DESCRIPTION	VALUE CODE
1.		
2.		
3.		
4.		
5.		

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1)	(2)	(1)	(2)	(1)	(2)	(3)	(4)	(5)
	Amount Code 1 (A-H)	Type (e.g., div., rent, or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g., buy, sell, redemption)	Date mm/dd/yy	Value Code 2 (J-P)	Gain Code 1 (A-H)	Identity of buyer/seller (if private transaction)
1. BROKERAGE ACCOUNT #1					Exempt				
2. --AES COMMON STOCK		None	J	T					
3. --CISCO SYSTEMS COMMON STOCK	A	Dividend	J	T					
4. --WALT DISNEY CO. COMMON STOCK	A	Dividend	K	T					
5. --DUKE ENERGY CORP. COMMON STOCK	A	Dividend	J	T					
6. --EXPRESS SCRIPTS HOLDING CO. COMMON STOCK		None	J	T					
7. --FORD MOTOR CO. COMMON STOCK		None	J	T					
8. --GAP INC. COMMON STOCK	A	Dividend	K	T					
9. --INTEL CORP. COMMON STOCK	A	Dividend	K	T					
10. --JP MORGAN CHASE & CO. COMMON STOCK	A	Dividend	J	T					
11. --KEYCORP. COMMON STOCK	A	Dividend	J	T					
12. --LSI CORP.. COMMON STOCK		None	J	T					
13. --MERCK & CO. COMMON STOCK	B	Dividend	K	T					
14. --PFIZER INC. COMMON STOCK	A	Dividend	J	T					
15. --SYNOVUS FINANCIAL CORP. COMMON STOCK		None	J	T					
16. --PIMCO TOTAL RETURN FUND	A	Dividend	J	T					
17. --SCHWAB TAX FREE BOND FLUND	B	Dividend	K	T					

1. Income Gain Codes: (See Columns B1 and D4)	A = \$1,000 or less F = \$50,001 - \$100,000	B = \$1,001 - \$2,500 G = \$100,001 - \$1,000,000	C = \$2,501 - \$5,000 H1 = \$1,000,001 - \$5,000,000	D = \$5,001 - \$15,000 H2 = More than \$5,000,000	E = \$15,001 - \$50,000
2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$50,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
3. Value Method Codes (See Column C2)	Q = Appraisal U = Book Value	R = Cost (Real Estate Only) V = Other	S = Assessment W = Estimated	T = Cash Market	

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1)	(2)	(1)	(2)	(1)	(2)	(3)	(4)	(5)
	Amount Code 1 (A-H)	Type (e.g., div., rent, or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g., bny, sell, redemption)	Date mm/dd/yy	Value Code 2 (J-P)	Gain Code 1 (A-H)	Identity of buyer/seller (if private transaction)
18. --AMERICAN CENTURY EQUITY INCOME FUND	A	Dividend	K	T					
19. --GABELLI SMALL CAP GROWTH FUND	A	Dividend	K	T					
20. --LAUDUS INTERNATIONAL MARKETMASTERS FUND	A	Dividend	L	T					
21. --SCHWAB 1000 INDEX FUND	C	Dividend	L	T					
22. --SCHWAB BANK CASH DEPOSIT ACCOUNT	A	Interest	K	T					
23. IRA #1	C	Dividend	N	T					
24. --AMERICAN CENTURY INVESTMENTS ZERO COUPON 2015 FUND									
25. --AMERICAN CENTURY INVESTMENTS ZERO COUPON 2025 FUND									
26. --LAUDUS MONDRIAN INTERNATIONAL FIXED INCOME FUND									
27. --PIMCO TOTAL RETURN FUND									
28. --VANGUARD GNMA FUND									
29. JP MORGAN CHASE CASH ACCOUNTS	A	Interest	L	T					
30. WELLS FARGO CASH ACCOUNTS	A	Interest	L	T					
31. 401K #1		None	L	U					
32. -- NORTHROP GRUMMAN US FIXED INCOME FUND									
33. -- NORTHROP GRUMMAN LARGE US EQUITY FUND									

1. Income Gain Codes:
(See Columns B1 and D4)

2. Value Codes
(See Columns C1 and D3)

3. Value Method Codes
(See Column C2)
- A =\$1,000 or less
F =\$50,001 - \$100,000
J =\$15,000 or less
N =\$250,001 - \$500,000
P3 =\$25,000,001 - \$50,000,000
Q =Appraisal
U =Book Value

B =\$1,001 - \$2,500
G =\$100,001 - \$1,000,000
K =\$15,001 - \$50,000
O =\$500,001 - \$1,000,000
R =Cost (Real Estate Only)
V =Other

C =\$2,501 - \$5,000
H1 =\$1,000,001 - \$5,000,000
L =\$50,001 - \$100,000
P1 =\$1,000,001 - \$5,000,000
P4 =More than \$50,000,000
S =Assessment
W =Estimated

D =\$5,001 - \$15,000
H2 =More than \$5,000,000
M =\$100,001 - \$250,000
P2 =\$5,000,001 - \$25,000,000
T =Cash Market

E =\$15,001 - \$50,000

FINANCIAL DISCLOSURE REPORT

Name of Person Reporting

CAPRONI, VALERIE E.

Date of Report

01/03/2013

VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

☐ NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1)	(2)	(1)	(2)	(1)	(2)	(3)	(4)	(5)
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34. -- NORTHROP GRUMMAN INTERNATIONAL EQUITY FUND									
35. -- NORTHROP GRUMMAN SMALL US EQUITY FUND									
36. -- NORTHROP GRUMMAN EMERGING MARKETS EQUITY FUND									
37. 401K #2	C	Dividend	M	V					
38. -- FIRST MANHATTAN FUND									
39. --RUANE CUNNIFF & GOLDFARB FUND									
40. --TWEEDY BROWNE GLOBAL FUND									
41. -- PIMCO TOTAL RETURN FUND									
42. NATIONAL LIFE INSURANCE WHOLE LIFE POLICIES		None	K	T					
43. US SAVINGS BONDS		None	K	T					

1. Income Gain Codes:
(See Columns B1 and D4)

2. Value Codes
(See Columns C1 and D3)

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H1 =\$1,000,001 - \$5,000,000
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FINANCIAL DISCLOSURE REPORT Page 7 of 8	Name of Person Reporting	Date of Report
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VIII. ADDITIONAL INFORMATION OR EXPLANATIONS. *(Indicate part of report.)*

PART VII, 401K #2: VALUE METHOD FOR ALL FUNDS IN THAT ACCOUNT ARE BASED ON CASH MARKET EXCEPT FOR RUANE CUNNIFF & GOLDFARB FUND, WHICH IS NOT PUBLICLY AVAILABLE. ITS VALUE IS REPORTED AT BOOK VALUE.

IX. CERTIFICATION.

I certify that all information given above (including information pertaining to my spouse and minor or dependent children, if any) is accurate, true, and complete to the best of my knowledge and belief, and that any information not reported was withheld because it met applicable statutory provisions permitting non-disclosure.

I further certify that earned income from outside employment and honoraria and the acceptance of gifts which have been reported are in compliance with the provisions of 5 U.S.C. app. § 501 et. seq., 5 U.S.C. § 7353, and Judicial Conference regulations.

Signature: **S/ VALERIE E. CAPRONI**

NOTE: ANY INDIVIDUAL WHO KNOWINGLY AND WILLFULLY FALSIFIES OR FAILS TO FILE THIS REPORT MAY BE SUBJECT TO CIVIL AND CRIMINAL SANCTIONS (5 U.S.C. app. § 104)

Committee on Financial Disclosure
Administrative Office of the United States Courts
Suite 2-301
One Columbus Circle, N.E.
Washington, D.C. 20544

FINANCIAL STATEMENT

NET WORTH

Provide a complete, current financial net worth statement which itemizes in detail all assets (including bank accounts, real estate, securities, trusts, investments, and other financial holdings) all liabilities (including debts, mortgages, loans, and other financial obligations) of yourself, your spouse, and other immediate members of your household.

ASSETS				LIABILITIES			
Cash on hand and in banks		227	327	Notes payable to banks-secured			
U.S. Government securities – see schedule		42	000	Notes payable to banks-unsecured			
Listed securities – see schedule		871	030	Notes payable to relatives			
Unlisted securities – see schedule		123	690	Notes payable to others			
Accounts and notes receivable:				Accounts and bills due			
Due from relatives and friends				Unpaid income tax			
Due from others				Other unpaid income and interest			
Doubtful				Real estate mortgages payable – personal residence		410	000
Real estate owned – personal residence		950	000	Chattel mortgages and other liens payable			
Real estate mortgages receivable				Other debts-itemize:			
Autos and other personal property		6	000	Credit cards are paid off each month			
Cash value-life insurance		17	698				
Other assets itemize:							
Thrift Savings Plan		566	281				
				Total liabilities		410	000
				Net Worth	2	394	026
Total Assets	2	804	026	Total liabilities and net worth	2	804	026
CONTINGENT LIABILITIES				GENERAL INFORMATION			
As endorser, comaker or guarantor				Are any assets pledged? (Add schedule)	No		
On leases or contracts				Are you defendant in any suits or legal actions?	No		
Legal Claims				Have you ever taken bankruptcy?	No		
Provision for Federal Income Tax							
Other special debt							