

NORTHROP GRUMMAN CORP /DE/  
Form 8-K  
February 03, 2009

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported)

**February 3, 2009**

**Northrop Grumman Corporation**

**(Exact name of registrant as specified in its charter)**

**DELAWARE**  
**(State or Other Jurisdiction  
of Incorporation)**

**1-16411**  
**(Commission  
File Number)**

**95-4840775**  
**(IRS Employer  
Identification No.)**

**1840 Century Park East, Los Angeles, CA 90067**  
**(Address of principal executive offices)(Zip Code)**  
**(310) 553-6262**

**Registrant's telephone number, including area code**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.**

On February 3, 2009, Northrop Grumman Corporation issued a press release announcing its financial results for the quarter and year ended December 31, 2008, under the heading Northrop Grumman Reports Fourth Quarter and 2008 Results . The press release is furnished as Exhibit 99.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits

**Furnished**

Exhibit 99 Press Release dated February 3, 2009

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**Signature(s)**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

Northrop Grumman Corporation  
(Registrant)

February 3, 2009  
(Date)

By: /s/ Joseph F. Coyne, Jr.  
(Signature)  
Joseph F. Coyne, Jr.  
Corporate Vice President, Deputy General Counsel  
and Secretary

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**Exhibit Index**

**Exhibit No.**

Exhibit 99      Furnished      Press Release dated February 3, 2009