

NORTHROP GRUMMAN CORP /DE/  
Form 8-K  
July 29, 2008

**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)

**July 29, 2008**

**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 July 29, 2008, Northrop Grumman Corporation issued a press release announcing its financial results for the quarter ended June 30, 2008, under the heading Northrop Grumman Reports Second Quarter 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 July 29, 2008

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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)

July 29, 2008  
(Date)

By: /s/ Stephen D. Yslas  
(Signature)  
Stephen D. Yslas  
Corporate Vice President, Secretary,  
and Deputy General Counsel

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**Exhibit Index**

**Exhibit No.**

Exhibit 99      Furnished      Press Release dated July 29, 2008