# 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)

May 4, 2004

# NORTHROP GRUMMAN CORPORATION

 $(Exact\ name\ of\ registrant\ as\ specified\ in\ its\ charter)$ 

**DELAWARE** (State or other jurisdiction of

1-16411 (Commission No. 95-4840775 (I.R.S. Employer

incorporation or organization)

File Number)

**Identification Number**)

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1840 Century Park East, Los Angeles, California 90067

#### www.northropgrumman.com

(Address of principal executive offices and internet site)

(310) 553-6262

(Registrant s telephone number, including area code)

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Item 7. Financial Statements and Exhibits.		
(c) Exhibits		
The following press release is included as an exhibit to this report furnished pursuant to Item 12:		
Exhibit 99 Northrop Grumman Corporation press release (	including financial schedules) dated May	y 4, 2004
Item 12. Results of Operations and Financial Condition	on.	
On May 4, 2004, Northrop Grumman Corporation issued a press release announcing its financial results for the quarter ended March 31, 2004. The press release is furnished as Exhibit 99.		
Signatures		
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)
May 4, 2004	Ву:	/s/ John H. Mullan
(Date)		John H. Mullan
		Corporate Vice President and Secretary

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#### **Exhibit Index**

Exhibit No.	Description
99	Furnished Northrop Grumman Corporation press release (including financial schedules) dated May 4, 2004