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 4, 2004

NORTHROP GRUMMAN CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE 1-16411 No. 95-4840775

(State or other jurisdiction of (Commission File Number) (I.R.S. Employer

Identification Number) incorporation or organization)

1840 Century Park East, Los Angeles, California 90067

www.northropgrumman.com

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 $(Address\ of\ principal\ executive\ offices\ and\ internet\ site)$

(310) 553-6262

(Registrant s telephone number, including area code)

Item 7.	Financial Statements and Exhibits.	
(c) Exhi	hibits	
The follow	owing press release is included as an exhibit to this report furnished pursuant to	o Item 12:
Exhibit 99	99 Northrop Grumman Corporation press release (including financial schedu	les) dated February 4, 2004
Item 12.	. Results of Operations and Financial Condition.	
	ruary 4, 2004, Northrop Grumman Corporation issued a press release announcing ser 31, 2003. The press release is furnished as Exhibit 99.	ng its financial results for the quarter and year ended
	Signatures	
	t to the requirements of the Securities Exchange Act of 1934, the registrant has gned hereunto duly authorized.	duly caused this report to be signed on its behalf by the
		Northrop Grumman Corporation
		(Registrant)
February -	y 4, 2004 By:	/s/ John H. Mullan
(Dat	ate)	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 February 4, 2004