

NORTHROP GRUMMAN CORP /DE/  
Form 8-K  
August 12, 2002

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**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)  
August 12, 2002**

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**NORTHROP GRUMMAN CORPORATION**

(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State or other jurisdiction of incorporation or  
organization)

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

**No. 95-4840775**  
(I.R.S. Employer Identification Number)

**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**

- 99.1 Transmittal Letter
- 99.2 Sworn Statement of Chairman and Chief Executive Officer
- 99.3 Sworn Statement of Corporate Vice President and Chief Financial Officer

**Item 9. Regulation FD Disclosure**

Furnished herewith are the transmittal letter and the sworn statements required by Securities and Exchange Commission Order File No. 4-460 pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934 that were transmitted today via telecopy (with originals sent for next day delivery) to the Secretary of the Securities and Exchange Commission.

**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

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**(Registrant)**

August 12, 2002

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*(Date)*

By:

/s/ John H. Mullan

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**John H. Mullan, Corporate Vice President  
and Secretary**

**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Transmittal Letter
99.2	Sworn Statement of Chairman and Chief Executive Officer
99.3	Sworn Statement of Corporate Vice President and Chief Financial Officer