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NATIONAL SEMICONDUCTOR CORP  
Form 8-K  
May 10, 2005

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 6, 2005

NATIONAL SEMICONDUCTOR CORPORATION  
(Exact name of registrant as specified in its charter)

DELAWARE	1-6453	95-2095071
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(State of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

2900 SEMICONDUCTOR DRIVE, P.O. BOX 58090  
SANTA CLARA, CALIFORNIA 95052-8090

-----  
(Address of Principal Executive Offices)

(408) 721-5000

(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 (see General Instruction A.2. below):

Written communication 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))

NATIONAL SEMICONDUCTOR CORPORATION

Table of Contents

Edgar Filing: NATIONAL SEMICONDUCTOR CORP - Form 8-K

Page

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Section 5 - Departure of Directors or Principal Officers; Election of  
-----  
Directors; Appointment of Principal Officers  
-----

Item 5.02(b)	Departure of Principal Officers	3
Signature		4

NATIONAL SEMICONDUCTOR CORPORATION

Item 5.02(b) Departure of Principal Officers

On May 6, 2005, Kamal K. Aggarwal, who holds the position of Executive Vice President, Central Technology and Manufacturing Group, informed the Company that he would be retiring on July 8, 2005.

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.

NATIONAL SEMICONDUCTOR CORPORATION

Dated: May 10, 2005

//S// Robert E. DeBarr

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Robert E. DeBarr  
Controller  
Signing on behalf of the registrant and  
as principal accounting officer