${\bf Condensed} \ {\bf Consolidated} \ {\bf Statement} \ {\bf of} \ {\bf Earnings}$

Unaudited

(In millions, except per share data and percentages)

	QUARTER ENDED			D	
	<u>M</u>	arch 29, 2009 ^(a)	March 30, 2008 (a)		
Net sales	\$	10,373	\$	9,983	
Cost of sales		9,368		8,914	
		1,005		1,069	
Other income (expense), net		52		109	
Operating profit		1,057		1,178	
Interest expense		76		87	
Other non-operating expense, net		(3)		(7)	
Earnings before income taxes		978		1,084	
Income tax expense		312		354	
Net earnings	\$	666	\$	730	
Effective tax rate		31.9%		32.7%	
Earnings per common share:					
Basic	\$	1.69	\$	1.80	
Diluted	\$	1.68	\$	1.75	
Average number of shares outstanding:					
Basic		393.4		406.6	
Diluted		397.5		416.8	
Common shares reported in stockholders' equity at quarter end:		386.2		399.7	

⁽a) It is our practice to close our books and records on the Sunday prior to the end of the calendar quarter. The interim financial statements and tables of financial information included herein are labeled based on that convention.

Net Sales, Segment Operating Profit and Margins

Unaudited

(In millions, except percentages)

	QUARTER ENDED				
	Mar	ch 29, 2009	Marc	ch 30, 2008	% Change
Net sales:					
Electronic Systems	\$	2,913	\$	2,789	4%
Information Systems & Global Services		2,761		2,504	10%
Aeronautics		2,781		2,807	(1%)
Space Systems		1,918		1,883	2%
Total net sales	\$	10,373	\$	9,983	4%
Operating profit:					
Electronic Systems	\$	390	\$	366	7%
Information Systems & Global Services		242		230	5%
Aeronautics		355		323	10%
Space Systems		212		231	(8%)
Segment operating profit		1,199		1,150	4%
Unallocated corporate (expense) income, net		(142)		28	
	\$	1,057	\$	1,178	(10%)
Margins:					
Electronic Systems		13.4 %		13.1 %	
Information Systems & Global Services		8.8		9.2	
Aeronautics		12.8		11.5	
Space Systems		11.1		12.3	
Total operating segments		11.6		11.5	
Total consolidated		10.2 %		11.8 %	

Selected Financial Data Unaudited

(In millions, except per share data)

		QUARTER	ENDED			
	Ma	rch 29, 2009	Marc	ch 30, 2008		
Unallocated corporate (expense) income, net FAS/CAS pension adjustment Stock compensation expense Unusual item Other, net	\$	(114) (30) - 2	\$	32 (35) 16 15		
Unallocated corporate (expense) income, net	\$	(142)	\$	28		
	Ma	QUARTER rch 29, 2009		ch 30, 2008		
FAS/CAS pension adjustment FAS 87 expense Less: CAS costs FAS/CAS pension adjustment - (expense) / income	\$	(259) (145) (114)	\$	(116) (148) 32		
		QUART	ER ENDE	D MARCH 30), 2008 ¹	
	Opera	ting profit	Net e	earnings		rnings share
<u>Unusual Item - 2008</u> Partial recognition of the deferred gain from the 2006 sale of LKEI and ILS	\$	16	\$	10	\$	0.02

¹ There were no unusual items reported in Unallocated Corporate Expense in 2009.

Selected Financial Data

Unaudited

(In millions)

	QUARTER ENDED				
Depreciation and amortization of plant and equipment	March 29, 2009		March 30, 2008		
Electronic Systems Information Systems & Global Services Aeronautics Space Systems Segments Unallocated corporate expense, net Total depreciation and amortization	\$ 	58 14 47 43 162 13 175	\$	54 16 42 36 148 12 160	
		QUARTE	R ENDED		
Amortization of purchased intangibles	<u>Marcl</u>	n 29, 2009	Mar	ch 30, 2008	
A PAR PARENTE AND	\$	2	\$		
Electronic Systems Information Systems & Global Services Aeronautics Space Systems Segments Unallocated corporate expense, net Total amortization of purchased intangibles	\$	11 12 2 27 - 27	<u> </u>	5 13 13 2 33 3 36	

Condensed Consolidated Balance Sheet

Unaudited

(In millions, except percentages)

	MARCH 29,	DECEMBER 31,
	2009	2008
Assets	<u> </u>	
Cash and cash equivalents	\$ 2,384	\$ 2,168
Receivables	6,097	5,296
Inventories	1,921	1,902
Deferred income taxes	726	755
Other current assets	543	562
Total current assets	11,671	10,683
Property, plant and equipment, net	4,443	4,488
Goodwill	9,684	9,526
Purchased intangibles, net	351	355
Prepaid pension asset	126	122
Deferred income taxes	4,644	4,651
Other assets	3,614	3,614
Total assets	\$ 34,533	\$ 33,439
Liabilities and Stockholders' Equity		
Accounts payable	\$ 2,165	\$ 2,030
Customer advances and amounts in excess of costs incurred	4,902	4,535
Other current liabilities	4,056	3,735
Current maturities of long-term debt	242	242
Total current liabilities	11,365	10,542
Long-term debt, net	3,563	3,563
Accrued pension liabilities	12,267	12,004
Other postretirement benefit and other noncurrent liabilities	4,519	4,465
Stockholders' equity	2,819	2,865
Total liabilities and stockholders' equity	\$ 34,533	\$ 33,439
Total debt-to-capitalization ratio:	57%	57%

Condensed Consolidated Statement of Cash Flows

Unaudited

(In millions)

	QUARTER ENDED			
	Mar	ch 29, 2009	Mar	rch 30, 2008
Operating Activities				
Net earnings	\$	666	\$	730
Adjustments to reconcile net earnings to net cash provided by				
operating activities:				
Depreciation and amortization of plant and equipment		175		160
Amortization of purchased intangibles		27		36
Stock-based compensation		30		35
Changes in operating assets and liabilities:				
Receivables		(779)		(483)
Inventories		33		99
Accounts payable		120		(257)
Customer advances and amounts in excess of costs incurred		326		4
Other		620		556
Net cash provided by operating activities (a)		1,218		880
Investing Activities				
Expenditures for property, plant and equipment		(132)		(104)
Net proceeds from short-term investment transactions		-		185
Acquisitions of businesses / investments in affiliates		(156)		(11)
Other		(4)		11
Net cash (used for) provided by investing activities		(292)		71
Financing Activities				
Issuances of common stock		16		64
Repurchases of common stock		(499)		(1,185)
Common stock dividends		(227)		(172)
Issuance of long-term debt and related costs				491
Net cash used for financing activities		(710)		(802)
Effect of exchange rate changes on cash and cash equivalents (a)		-		2
Net increase in cash and cash equivalents		216		151
Cash and cash equivalents at beginning of period		2,168		2,648
Cash and cash equivalents at end of period	\$	2,384	\$	2,799

⁽a) In the fourth quarter of 2008, the Corporation reclassified the effect of exchange rate changes on cash from "Cash from operations" to a separate caption in the Statement of Cash Flows. Accordingly, the prior period amount now reflects this presentation.

Condensed Consolidated Statement of Stockholders' Equity Unaudited (In millions)

	mmon tock	Pa	litional id-In ipital	etained arnings	(umulated Other prehensive Loss	Stoc	Fotal kholders' Equity
Balance at January 1, 2009	\$ 393	\$	-	\$ 11,621	\$	(9,149)	\$	2,865
Net earnings				666				666
Common stock dividends (a)				(227)				(227)
Stock-based awards and ESOP activity	1		70					71
Repurchases of common stock (b)	(8)		(70)	(477)				(555)
Other comprehensive loss						(1)		(1)
Balance at March 29, 2009	\$ 386	\$	-	\$ 11,583	\$	(9,150)	\$	2,819

⁽a) Includes dividends (\$0.57 per share) declared and paid in the first quarter.

⁽b) The Corporation repurchased 8.1 million shares of its common stock for \$555 million during the first quarter. The Corporation has 25.6 million shares remaining under its share repurchase program as of March 29, 2009.

Operating Data

Unaudited

(In millions)

	MARCH 29, 2009		DECEMBER 31, 2008		
Backlog					
Electronic Systems	\$	23,000	\$	22,500	
Information Systems & Global Services		12,900		13,300	
Aeronautics		27,100		27,200	
Space Systems		17,800		17,900	
Total	\$	80,800	\$	80,900	

QUARTER ENDED

Aircraft Deliveries	March 29, 2009	March 30, 2008
F-16	8	9
F-22	5	4
C-130J	3	3