

HEWLETT PACKARD CO
Form 8-K
February 19, 2004

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549-1004

FORM 8-K

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

February 19, 2004

Date of Report (Date of Earliest Event Reported)

HEWLETT-PACKARD COMPANY
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

1-4423
(Commission File Number)

94-1081436
(I.R.S. Employer
Identification No.)

3000 HANOVER STREET, PALO ALTO, CA
(Address of principal executive offices)

94304
(Zip code)

(650) 857-1501
(Registrant's telephone number, including area code)

ITEM 7. STATEMENTS AND EXHIBITS.

(c) The following exhibits are being filed or furnished with this report:

- Exhibit 99.1 Text of the press release issued by Hewlett-Packard Company dated February 19, 2004, entitled "HP Reports First Quarter 2004 Results," the non-GAAP consolidated condensed statement of earnings and the consolidated condensed GAAP statement of cash flows (furnished herewith).
- Exhibit 99.2 GAAP consolidated condensed quarterly financial statements for the fiscal quarter ended January 31, 2004 (filed herewith).

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On February 19, 2004, HP issued a press release relating to the results of its fiscal quarter ended January 31, 2004. A copy of the text of the press release entitled "HP Reports First Quarter 2004 Results," the non-GAAP consolidated condensed statement of earnings and the consolidated condensed GAAP statement of cash flows is furnished (not filed) as Exhibit 99.1 hereto. The information in Exhibit 99.1 attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

The GAAP consolidated condensed quarterly financial statements for the fiscal quarter ended January 31, 2004, attached as Exhibit 99.2, are filed herewith for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and therefore may be incorporated by reference into filings under the Securities Act of 1933, as amended.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HEWLETT-PACKARD COMPANY

DATE: February 19, 2004

By: /s/ Jon E. Flaxman

Name: Jon E. Flaxman
Title: Senior Vice President and Controller

EXHIBIT INDEX

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