

**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): **September 9, 2003**

**NATIONAL SEMICONDUCTOR CORPORATION**

(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State of Incorporation)

**1-6453**  
(Commission  
File Number)

**95-2095071**  
(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)

**NATIONAL SEMICONDUCTOR CORPORATION**

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99.1 News release dated September 9, 2003	

**NATIONAL SEMICONDUCTOR CORPORATION**

**Item 5. OTHER EVENTS AND REGULATION FD DISCLOSURE**

On September 9, 2003, National Semiconductor issued a news release announcing the purchase of approximately 7.5 million shares of the company's common stock. The purchase was made pursuant to the \$400 million stock buy-back program announced by the company on July 30, 2003. A copy of the news release is attached as Exhibit 99.1.

**Item 7. FINANCIAL STATEMENTS AND EXHIBITS**

(c) Exhibits

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
99.1	News release dated September 9, 2003 issued by National Semiconductor Corporation

**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

//S// Robert E. DeBarr

Dated: September 9, 2003

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