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NETWORKS ASSOCIATES INC/  
Form 8-K  
April 27, 2004

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): April 27, 2004

NETWORKS ASSOCIATES, INC.  
(Exact Name of Registrant as specified in charter)

Commission File Number 0-20558

Delaware  
(State or other jurisdiction  
of incorporation)

77-0316593  
I.R.S. Employer  
Identification Number

3965 Freedom Circle  
Santa Clara, California  
(Address of principal executive offices)

95054  
(Zip Code)

Registrant's telephone number, including area code: (408) 988-3832

Item 7. Financial Statements and Exhibits.

99.1 Press release dated April 27, 2004, announcing first quarter 2004 results (solely furnished and not filed herewith pursuant to Item 12).

Item 12. Results of Operations and Financial Condition

On April 27, 2004, Networks Associates, Inc. (the "Registrant") issued a press release announcing its first-quarter 2004 results. A copy of the press release is attached hereto as Exhibit 99.1 and is hereby furnished and not filed.

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.

NETWORKS ASSOCIATES, INC.

Dated: April 27, 2004

By: /s/ Stephen C. Richards

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Stephen C. Richards  
Chief Operating Officer and  
Chief Financial Officer

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EXHIBIT INDEX

Exhibits.

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