

DELPHI CORP  
Form 8-K  
December 10, 2004

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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)

December 10, 2004

**Delphi Corporation**

(Exact Name of Registrant as Specified in Its Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

1-14787  
(Commission File Number)

38-3430473  
(IRS Employer Identification No.)

5725 Delphi Drive, Troy, MI  
(Address of Principal  
Executive Offices)

48098  
(Zip Code)

(248) 813-2000  
(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

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 communications 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))
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Press Release Dated December 10, 2004

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**ITEM 8.01 OTHER EVENTS**

On December 10, 2004 Delphi Corporation ( Delphi ) released revised fourth quarter and calendar year 2004 earnings guidance and provided a 2005 outlook. A copy of the press release is attached as exhibit 99 (a) hereto.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(c) Exhibits. The following exhibit is being filed as part of this Report.

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
99 (a)	Press Release issued by Delphi dated December 10, 2004. <b>SIGNATURE</b>

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.

DELPHI CORPORATION  
(Registrant)

Date: December 10, 2004

By: /s/ JOHN D. SHEEHAN  
(John D. Sheehan, Chief Accounting  
Officer and Controller)

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<b>Exhibit Number</b>	<b>Description</b>
99 (a)	Press Release issued by Delphi dated December 10, 2004