





**ITEM 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

On August 28, 2009, KBR, Inc. announced that T. Kevin DeNicola has decided to retire as KBR's Senior Vice President and Chief Financial Officer. The press release announcing Mr. DeNicola's retirement is attached hereto as Exhibit 99.1.

**ITEM 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press Release dated August 28, 2008, entitled "KBR Senior Vice President and Chief Financial Officer Announces Retirement."



**SIGNATURE**

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.

Date: August 28, 2009

KBR, INC.

By: /s/ Jeffrey B. King

Name: Jeffrey B. King

Title: Vice President, Public Law

