

CUBIC CORP /DE/
Form 8-K
March 02, 2012

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) **February 28, 2012**

CUBIC CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-8931
(Commission
File Number)

95-1678055
(IRS Employer
Identification No.)

9333 Balboa Avenue

San Diego, California
(Address of principal executive offices)

92123
(Zip Code)

Registrant's telephone number, including area code **(858) 277-6780**

N/A

(Former name or former address, if changed since last report.)

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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:

- 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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3. Approval of Executive compensation Vote (non-binding)

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|------------|---------|--------|-----------|--|
| | | | | |
| 22,916,890 | 115,069 | 29,498 | 2,587,289 | |

SIGNATURES

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

Date: March 2, 2012

CUBIC CORPORATION

| | |
|--------|---|
| By: | /s/ James R. Edwards |
| Name: | James R. Edwards |
| Title: | Vice President, General Counsel & Secretary |