

ECC INTERNATIONAL CORP  
Form SC TO-T/A  
September 25, 2003

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## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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### Schedule TO

(Rule 14d-100)

Tender Offer Statement under Section 14(d)(1) or 13(e)(1)  
of the Securities Exchange Act of 1934

(Amendment No. 2)

### ECC International Corp.

(Name of Subject Company (Issuer))

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**CDA ACQUISITION CORPORATION** (Offeror)

**CUBIC CORPORATION** (Parent of Offeror)

(Names of Filing Persons)

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### COMMON STOCK

**PAR VALUE \$0.10 PER SHARE**

(Title of Class of Securities)

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268255106

(CUSIP Number of Class of Securities)

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**William L. Hoese, Esq.**  
**Assistant General Counsel**  
**Cubic Corporation**  
**9333 Balboa Avenue**  
**San Diego, CA 92123**  
**(858) 277-6780**

(Name, address, and telephone number of person authorized to receive notices  
and communications on behalf of filing persons)

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with copies to:

**Barbara L. Borden, Esq.**  
**Cooley Godward LLP**  
**4401 Eastgate Mall**  
**San Diego, Ca 92121-9109**  
**(858) 550-6000**

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Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

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By:

/s/ WILLIAM W. BOYLE

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Name: William W. Boyle  
Title: Vice President and Chief Financial Officer

Dated: September 25, 2003

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SIGNATURES