

Cox Karen Zable
Form 3
July 17, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Cox Karen Zable
(Last) (First) (Middle)

9333 BALBOA AVENUE

(Street)

SAN DIEGO,Â CAÂ 92123

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
06/23/2012

3. Issuer Name and Ticker or Trading Symbol
CUBIC CORP /DE/ [CUB]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock	245,045	D	Â
Common Stock	275,000	I	Zable Special Trusts. ⁽¹⁾
Common Stock	3,217,607	I	Zable Survivor's Trusts. ⁽¹⁾
Common Stock	130,477	I	Zable Trust Dated 1978. ⁽¹⁾
Common Stock	5,137,047	I	Zable QTIP Marital Trust. ⁽¹⁾
Common Stock	50,157	I	Zable Reverse QTIP Marital Trust. ⁽¹⁾
Common Stock	16,108	I	Zable Non QTIP Marital Trust. ⁽¹⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cox Karen Zable 9333 BALBOA AVENUE SAN DIEGO, CA 92123	Â	Â X	Â	Â

Signatures

James R. Edwards,
Attorney-in-fact

07/12/2012

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) F2 On June 23, 2012, Walter J. Zable, founder, Chief Executive Officer and Chairman of the Board of Cubic Corporation passed away. Following the death of Walter J. Zable, the Reporting Person and Walter C. Zable, the daughter and son, respectively, of Walter J. Zable, became co-trustees of the named trusts. The reported securities are owned by the named trusts of which the Reporting Person is a co-trustee. The Reporting Person disclaims beneficial ownership of these securities except to the extent of her pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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