

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2013 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2013 or fiscal plan year beginning <u>10/01/2013</u> and ending <u>09/30/2014</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☒ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information										
1a Name of plan <u>CUBIC CORPORATION EMPLOYEES PROFIT SHARING PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>06/15/1956</u></td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>95-1678055</u></td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number <u>858-277-6780</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>335900</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>06/15/1956</u>		2b Employer Identification Number (EIN) <u>95-1678055</u>		2c Sponsor's telephone number <u>858-277-6780</u>		2d Business code (see instructions) <u>335900</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>										
1c Effective date of plan <u>06/15/1956</u>											
2b Employer Identification Number (EIN) <u>95-1678055</u>											
2c Sponsor's telephone number <u>858-277-6780</u>											
2d Business code (see instructions) <u>335900</u>											
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>CUBIC CORPORATION</u> <u>9333 BALBOA AVENUE</u> <u>SAN DIEGO, CA 92123-1515</u>											

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature. Signature of plan administrator	04/21/2015 Date	CHRISTY CARVER Enter name of individual signing as plan administrator
SIGN HERE	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address CUBIC CORPORATION 9333 BALBOA AVENUE SAN DIEGO, CA 92123-1515		3b Administrator's EIN 95-1678055
		3c Administrator's telephone number 858-277-6780
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5	3817
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants	6a	4011
b Retired or separated participants receiving benefits	6b	33
c Other retired or separated participants entitled to future benefits.....	6c	1413
d Subtotal. Add lines 6a , 6b , and 6c	6d	5457
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	6e	0
f Total. Add lines 6d and 6e	6f	5457
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	6g	3746
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h	14
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2S 2T 3H 2R		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

SCHEDULE A (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <hr/> <small>Department of Labor Employee Benefits Security Administration</small> <hr/> <small>Pension Benefit Guaranty Corporation</small>	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500. ► Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 <hr/> 2013 <hr/> This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning 10/01/2013 and ending 09/30/2014		
A Name of plan CUBIC CORPORATION EMPLOYEES PROFIT SHARING PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 CUBIC CORPORATION	D Employer Identification Number (EIN) 95-1678055	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier

THE PRUDENTIAL INSURANCE COMPANY OF AMERICA

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
22-1211670	68241	GA-008849	5457	10/01/2013	09/30/2014

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end	4	78613421
5 Current value of plan's interest under this contract in separate accounts at year end	5	0

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	
c Premiums due but unpaid at the end of the year	6c	
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ☐**7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☒ guaranteed investment (4) ☐ other ▶

b Balance at the end of the previous year	7b	75162707
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c Additions: (1) Contributions deposited during the year	7c(1)	3078768	
(2) Dividends and credits	7c(2)		
(3) Interest credited during the year	7c(3)	2317022	
(4) Transferred from separate account	7c(4)		
(5) Other (specify below)	7c(5)	8613643	
▶ LOAN REPAYMENTS, TRANSFERS IN, MISCELLANEOUS IN, PLAN ROLLOVER			

(6) Total additions

7c(6) 14009433

d Total of balance and additions (add lines 7b and 7c(6))	7d	89172140
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e Deductions:

(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	7510418	
(2) Administration charge made by carrier	7e(2)	8232	
(3) Transferred to separate account	7e(3)		
(4) Other (specify below)	7e(4)	3040069	
▶ LOAN INITIATIONS, TRANSFERS OUT, MISCELLANEOUS OUT, FORFEITURE DEBITS			

(5) Total deductions

7e(5) 10558719

f Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	78613421
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Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.....	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2013
		This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning 10/01/2013 and ending 09/30/2014

A Name of plan CUBIC CORPORATION EMPLOYEES PROFIT SHARING PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 CUBIC CORPORATION	D Employer Identification Number (EIN) 95-1678055

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF

22-1211670

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

THE PRUDENTIAL INSURANCE COMPANY OF

22-1211670

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
13 15 37 50 64	NONE	214510	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

ARTHUR J. GALLAGHER & CO.

94-3015711

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NONE	62334	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

PILLSBURY WINTHROP SHAW PITTMAN LLP

94-1311126

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16 29 49	NONE	42743	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

BENEFITS FUNDING SERVICES GROUP

20-8532658

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	NONE	40000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

MAYER HOFFMAN MCCANN P.C.

43-1947695

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	NONE	29000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

INDEPENDENT FINANACIAL PARTNERS FBO

59-3331424

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16 38	NONE	18585	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PRUDENTIAL INVESTMENT MANAGEMENT SE

13-4122960

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
63 71	NONE	280	Yes ☒ No ☐	Yes ☒ No ☐	51	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>PRUDENTIAL INVESTMENTS, LLC</p> <p>22-3468527</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>14.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2013 TO 1/31/2013 MONEYMART Z</p>		
<p>(a) Enter service provider name as it appears on line 2</p> <p>THE PRUDENTIAL INSURANCE COMPANY OF</p>		
<p>(b) Service Codes (see instructions)</p> <p style="text-align: center;">61 72</p>		
<p>(c) Enter amount of indirect compensation</p> <p style="text-align: center;">0</p>		
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>PRUDENTIAL INVESTMENTS, LLC</p> <p>22-3468527</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>27.000 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2013 TO 12/31/2013 PRU JENN GROWTH Z</p>		
<p>(a) Enter service provider name as it appears on line 2</p> <p>THE PRUDENTIAL INSURANCE COMPANY OF</p>		
<p>(b) Service Codes (see instructions)</p> <p style="text-align: center;">15 64</p>		
<p>(c) Enter amount of indirect compensation</p> <p style="text-align: center;">0</p>		
<p>(d) Enter name and EIN (address) of source of indirect compensation</p> <p>WELLS FARGO</p> <p>52-2250941</p>		
<p>(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.</p> <p>22.900 BPS AND \$0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2013 TO 12/31/2013 PRU STABLE VALUE FD 30</p>		

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

<div>SCHEDULE D (Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div>		<div>DFE/Participating Plan Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2013</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2013 or fiscal plan year beginning 10/01/2013 and ending 09/30/2014					
A Name of plan CUBIC CORPORATION EMPLOYEES PROFIT SHARING PLAN				B Three-digit plan number (PN) ▶ 001	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 CUBIC CORPORATION				D Employer Identification Number (EIN) 95-1678055	
Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)					
a Name of MTIA, CCT, PSA, or 103-12 IE: STABLE VALUE FUND					
b Name of sponsor of entity listed in (a): WELLS FARGO BANK MINNESOTA, N.A.					
c EIN-PN 52-2250941-001		d Entity code C		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 23886977	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule D (Form 5500) 2013 v. 130118

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning <u>10/01/2013</u> and ending <u>09/30/2014</u>		
A Name of plan <u>CUBIC CORPORATION EMPLOYEES PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ▶	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>CUBIC CORPORATION</u>	D Employer Identification Number (EIN) <u>95-1678055</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1	Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
	Assets			
a	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions.....	1b(1)	4999953	5011942
	(2) Participant contributions.....	1b(2)	486518	557023
	(3) Other.....	1b(3)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
	(2) U.S. Government securities	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common.....	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property).....	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans.....	1c(8)	5848487	6373250
	(9) Value of interest in common/collective trusts	1c(9)	25877852	23886977
	(10) Value of interest in pooled separate accounts	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)		
	(12) Value of interest in 103-12 investment entities.....	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	260739128	291510459
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	75162707	78613421
	(15) Other.....	1c(15)	631832	1512105

		(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:		
(1)	Employer securities	1d(1) 4320624	3734504
(2)	Employer real property	1d(2)	
e	Buildings and other property used in plan operation	1e	
f	Total assets (add all amounts in lines 1a through 1e)	1f 378067101	411199681
Liabilities			
g	Benefit claims payable	1g	
h	Operating payables	1h	
i	Acquisition indebtedness	1i	
j	Other liabilities	1j	
k	Total liabilities (add all amounts in lines 1g through 1j)	1k 0	0
Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l 378067101	411199681

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

		(a) Amount	(b) Total
a	Contributions:		
(1)	Received or receivable in cash from: (A) Employers	2a(1)(A) 14993523	
	(B) Participants	2a(1)(B) 13724080	
	(C) Others (including rollovers)	2a(1)(C) 2598782	
(2)	Noncash contributions	2a(2)	
(3)	Total contributions. Add lines 2a(1)(A), (B), (C), and line 2a(2)	2a(3)	31316385
b	Earnings on investments:		
(1)	Interest:		
(A)	Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	
(B)	U.S. Government securities	2b(1)(B)	
(C)	Corporate debt instruments	2b(1)(C)	
(D)	Loans (other than to participants)	2b(1)(D)	
(E)	Participant loans	2b(1)(E) 257286	
(F)	Other	2b(1)(F) 2317022	
(G)	Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)	2574308
(2)	Dividends: (A) Preferred stock	2b(2)(A)	
(B)	Common stock	2b(2)(B) 19451	
(C)	Registered investment company shares (e.g. mutual funds)	2b(2)(C) 3421458	
(D)	Total dividends. Add lines 2b(2)(A), (B), and (C)	2b(2)(D)	3440909
(3)	Rents	2b(3)	
(4)	Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A) 410302	
(B)	Aggregate carrying amount (see instructions)	2b(4)(B) 274110	
(C)	Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)	
(5)	Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	
(B)	Other	2b(5)(B) -693745	
(C)	Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)	-693745

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		302426
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		27168174
c Other income	2c		359707
d Total income. Add all income amounts in column (b) and enter total	2d		64604356

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	35240203	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		35240203
f Corrective distributions (see instructions)	2f		34461
g Certain deemed distributions of participant loans (see instructions)	2g		79961
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	258902	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		258902
j Total expenses. Add all expense amounts in column (b) and enter total	2j		35613527

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		28990829
l Transfers of assets:			
(1) To this plan	2l(1)		4141751
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☐ Yes ☒ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: **MAYER HOFFMAN MCCANN, P.C.**

(2) EIN: **43-1947695**

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☐ Yes ☐ No ☐ Not determined

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection.
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For calendar plan year 2013 or fiscal plan year beginning 10/01/2013 and ending 09/30/2014

A Name of plan <u>CUBIC CORPORATION EMPLOYEES PROFIT SHARING PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>CUBIC CORPORATION</u>	D Employer Identification Number (EIN) <u>95-1678055</u>

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>22-1211670</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....	6a		
b Enter the amount contributed by the employer to the plan for this plan year.....	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?.....	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Financial Statements and Supplemental Schedule

September 30, 2014 and 2013

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* Other schedules required by Section 2520.103-10 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.



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Independent Auditor's Report

To the Administrator and Participants of the
Cubic Corporation Employees' Profit Sharing Plan:

Report on the Financial Statements

We have audited the accompanying financial statements of the Cubic Corporation Employees' Profit Sharing Plan (the "Plan"), which comprise the statements of net assets available for benefits as of September 30, 2014 and 2013, and the related statement of changes in net assets available for benefits for the year ended September 30, 2014, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of September 30, 2014 and 2013, and the changes in net assets available for benefits for the year ended September 30, 2014, in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held at end of year as of September 30, 2014, is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Mayer Hoffman McCann P.C.

San Diego, California
March 18, 2015

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Statements of Net Assets Available for Benefits

September 30, 2014 and 2013

	<u>2014</u>	<u>2013</u>
Assets:		
Investments, at fair value:		
Mutual funds	\$ 291,510,459	\$ 260,739,128
Guaranteed interest account	78,613,421	75,162,707
Stable value fund	24,173,620	26,162,508
Cubic Corporation common stock	3,734,505	4,320,624
Self-directed brokerage	1,512,105	631,832
Total investments	<u>399,544,110</u>	<u>367,016,799</u>
Receivables:		
Notes receivable from participants	6,373,250	5,848,487
Employer's contribution	5,011,942	4,999,953
Participants' contributions	557,023	486,518
Total receivables	<u>11,942,215</u>	<u>11,334,958</u>
Net assets available for benefits reflecting all investments at fair value	<u>411,486,325</u>	<u>378,351,757</u>
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(286,644)</u>	<u>(284,656)</u>
Net assets available for benefits	<u>\$ 411,199,681</u>	<u>\$ 378,067,101</u>

See the accompanying notes to financial statements.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Statement of Changes in Net Assets Available for Benefits

For the Year Ended September 30, 2014

Additions to net assets attributed to:

Investment income:

Net change in fair value of investments	\$ 27,272,754
Interest and dividends	3,440,909
Interest on guaranteed interest account	<u>2,317,022</u>
Total investment income	33,030,685

Interest income on notes receivable from participants	257,286
---	---------

Contributions:

Employer's	14,993,523
Participants'	13,724,080
Participants' rollovers from other qualified plans	2,598,782
Transfer from other plan	<u>4,141,751</u>

Total contributions	<u>35,458,136</u>
---------------------	-------------------

Total additions	68,746,107
-----------------	------------

Deductions from net assets attributed to:

Benefits paid to participants	35,354,625
Administrative expenses	<u>258,902</u>

Total deductions	<u>35,613,527</u>
------------------	-------------------

Net increase in assets available for benefit	33,132,580
--	------------

Net assets available for benefits:

Beginning of year	<u>378,067,101</u>
End of year	<u><u>\$ 411,199,681</u></u>

See the accompanying notes to financial statements.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description

The following description of the Cubic Corporation Employees' Profit Sharing Plan (the "Plan") provides only general information. Participants of the Plan should refer to the Plan agreement for a more complete description of the Plan.

(a) General

The Plan, which was effective June 15, 1956 and amended from time to time thereafter, is a defined contribution plan covering eligible full-time, part-time and temporary employees of Cubic Corporation and affiliated companies that have adopted participation in the Plan (collectively, the "Company"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

(b) Contributions

Plan participants may voluntarily contribute up to 30% of their pre-tax and after-tax annual compensation (up to the Internal Revenue Service ("IRS") maximum allowable amount), as defined by the Plan, to the Plan. Participants may also rollover amounts representing distributions from other eligible retirement plans. Participants direct their contributions and the Company's discretionary contributions, matching contributions and Service Contract Act ("SCA") contributions in 1% increments in the Guaranteed Interest Account, mutual funds, Stable Value Fund, and/or the Company's common stock. Participants may also transfer up to 99% of their account balance to a Self-Directed Brokerage Account. Participants may change their investment options daily. All contributions are held in a trust and invested by the Plan's custodian in accordance with the options elected by the participants (i.e. all investments are participant directed). The maximum allowable calendar-year pre-tax voluntary contribution, as determined by the IRS, was \$17,500 for 2014 and 2013.

The Plan provides for a Company discretionary contribution, at the option of its Board of Directors. Discretionary contributions to the Plan are allocated based on the ratio of each participant's compensation to total compensation of all eligible participants. Eligible Plan participants must be employed by the Company as of the Plan's year end, have at least one year of service and have earned at least 500 hours of service during the Plan year to be eligible for a discretionary contribution.

The Company provides a matching contribution to the Plan on a dollar-for-dollar basis for the first 3% of eligible employee 401(k) salary deferrals. In accordance with collective bargaining agreements, the Plan provides a dollar-for-dollar matching contribution of the first 4% of an employee's 401(k) salary deferrals for certain employees of Cubic Worldwide Technical Services ("CWTS"), a wholly-owned subsidiary of Cubic Corporation.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description, Continued

(b) Contributions, continued

Effective January 1, 2009, the Plan provides for an employer SCA contribution to be made by the Company in accordance with certain SCA agreements and pursuant to the McNamara-O'Hara Service Contract Act of 1965. The employer SCA contributions are allocated to participants who are entitled to benefits under the SCA and have not otherwise been furnished such benefits or received a cash equivalent payment that would meet the requirements of the SCA. The amount of the employer SCA contributions shall be equal to the amount determined under the SCA. A participant is 100% vested at all times in the amount held in his or her employer SCA contributions account.

Employees of Cubic Corporation's wholly-owned subsidiaries Cubic Simulation Systems Division ("CSSD"), Cubic Advanced Learning Solutions ("CALs"), Intific, Inc. and employees who work for the Cyber Security subset of Cubic Corporation's wholly-owned subsidiary Cubic Defense Applications, Inc. ("CDA") who participate in the Plan have different contribution and loan options as compared to other Plan participants. CSSD, CALs, Intific, Inc. and Cyber Security employees who participate in the Plan are hereafter referred to as "Sub Plan" participants. Sub Plan participants can voluntarily contribute up to one hundred percent of their compensation as pre-tax contributions and up to five percent of their compensation as after-tax contributions. However, their combined pre-tax and after-tax contributions together cannot exceed 100% of their annual compensation (not to exceed the IRS maximum allowable amount), as defined by the Plan. Sub Plan participants can also rollover amounts representing distributions from other eligible retirement plans.

The Company matching contribution for CSSD, CALs and Intific, Inc. is 75% of the participant's elective contribution made during the Plan year, up to 6% of the participant's annual compensation. The Company matching contribution for the Cyber Security participants is 100% of the participant's elective contribution made during the Plan year, up to 6% of the participant's annual compensation. In addition, the Sub Plan provides for a Company discretionary contribution, at the option of its Board of Directors. Discretionary contributions to the Sub Plan are allocated to all participants based on compensation as a percentage of compensation of all eligible employees participating in the Sub Plan.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description, Continued

(c) Participants' Accounts

Each participant's account is credited with the participant's contributions, his or her pro rata share of the Company's discretionary contributions (if any), the Company's matching contributions, the Company's SCA contributions, rollovers and transfers from other plans and allocations of Plan earnings or losses including market value adjustments on Plan investments. Allocations are based on participant earnings or account balances, as defined in the Plan agreement. The non-vested portion of a participant's Company discretionary contribution account will be forfeited as of the earlier of the date of termination of employment if he or she has no vested interest or the date on which he or she has five consecutive years of five hundred or less hours of service. Any remaining forfeited balances of terminated participants' non-vested accounts after payment of certain administrative expenses and restoration of forfeitures of re-employed participants are allocated to participants who are employed on the last day of the Plan year in the ratio that each eligible participant's Company discretionary contribution bears to the Company discretionary contributions of all eligible participants. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participant forfeitures amounted to \$54,349 during the year ended September 30, 2014. As of September 30, 2014 and 2013, Plan assets available for benefits that had not been credited to participant accounts, including unallocated forfeitures, amounted to \$99,860 and \$190,512, respectively.

(d) Vesting

Employee, Company matching, Company SCA and rollover contributions plus or minus actual earnings or losses thereon have full and immediate vesting. Employer discretionary contributions (and earnings or losses thereon) vest after one year of service at 20% and increase in 20% increments until fully vested after five years of service.

Participant accounts become fully vested upon death, disability, attainment of normal retirement age, termination due to lay-off by a participating employer, or upon termination of the Plan. The Company may authorize a percentage of the Company's discretionary contribution to be transferred to the pre-tax account of non-highly compensated participants, and the participants then become immediately vested in those contributions.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description, Continued

(e) Distribution of Participants' Accounts

The entire vested balance of a participant's account may be distributed at the date of the participant's retirement from the Company, termination from service from the Company, death, or permanent and total disability. Participants still employed are eligible for two distributions of their after-tax and rollover contributions each Plan year and up to 65% of their vested portion of the Company discretionary contributions once every five years. Participants, including terminated participants, may request a withdrawal of their accounts, excluding their matching contributions, in cases of financial hardship. The normal retirement age, as defined by the Plan, is the later date at which participants reach the age of 65 or have reached five years of service. If a participant terminates employment with the Company before retirement, the participant will receive either a lump sum payment of their vested account balance or if the vested account exceeds \$1,000, the participant may elect any distribution date up to age 70½.

(f) Notes Receivable from Participants

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. A participant may not have more than two loans outstanding unless they are a Sub Plan participant (Sub Plan participants are allowed to have three loans outstanding) and no new loans may be made to a participant at a time when he or she is in default on any payment required to be made on a previous loan. The loans, which are collateralized by the balance in the participant's account, bear interest at prime plus 1%, and the interest rate on loans that were outstanding at September 30, 2014 ranged from 4.25% to 11.50%. Interest rates for new loans are determined on the first business day of each calendar quarter. These rates are effective for all new loans initiated on or after the first business day of the following quarter, and will remain in effect until a new rate is established. Principal and interest are paid ratably through scheduled payroll deductions. Participant loans are measured at their unpaid principal balance plus accrued but unpaid interest. All loans are repaid within a period of five years and outstanding loans at September 30, 2014 have maturity dates ranging from October 2014 through October 2019. Defaulted participant loans are reclassified as distributions based upon the terms of the Plan agreement.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies

(a) *Basis of Accounting*

The accompanying financial statements are prepared under the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America.

(b) *Use of Estimates*

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

(c) *Investment Valuation and Income Recognition*

The Plan's mutual funds, Stable Value Fund and funds held in the Self-Directed Brokerage Account are stated at fair value as determined by Prudential Insurance Company of America (the "Custodian"), and are based on the net asset value of units held by the Plan at year-end. The shares of Cubic Corporation common stock are valued at quoted market prices at year-end, as reported by the Custodian.

Investment contracts held in the Guaranteed Interest Account are valued at fair value, which represents contributions, reinvested income, less any withdrawals, plus accrued interest. Fair value represents the estimated proceeds that would have been paid had the contract been discontinued as of September 30, 2014. The fair value is derived by multiplying the contractual Market Value Adjustment ("MVA") by the contract value and taking into account all reasonably available information and assumptions about risks that a market participant would use. The MVA formula approximates the change in market value of a bond given a change in the rate environment and is equal to the average rate being credited under the contract minus the rate credited to new deposits for plans with similar features multiplied by a duration of time estimate. When establishing interest crediting rates for this investment, the Custodian considers many factors, including external factors such as current economic and market conditions, the general interest rate environment and internal factors such as the expected and actual experience of a reference portfolio within the issuer's general account. While these rates are established without the use of a specific formula, the crediting rate can never be less than 3.00%, thus mitigating significant changes in fair value measurement. Fair value is adjusted to contract value in the financial statements. The investment contracts are fully benefit responsive because participants may direct withdrawals and transfers at contract value.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(c) *Investment Valuation and Income Recognition, continued*

The average yield on such contracts was 3.00% for 2014 and 2013, which approximated market rates. The crediting interest rates are reviewed quarterly but cannot be less than 3.00%, and were 3.00% for 2014 and 2013. Since the crediting interest rate cannot be less than 3.00%, there is not a significant increase in implied liquidity risk yields or performance, thus an adjustment for risk is not necessary. Fair value calculations would only be applied in the event of a Plan Sponsor initiated withdrawal. The formula used for determination of fair value is adequate in determining what the price of a bond with cash flows similar to the Guaranteed Interest Account payout would be and therefore calculates the fair value in a similar manner to other stable value funds holding pooled securities in a trust. Management believes the fair value calculation is reasonable based on other comparable evaluation methods. The contract value of the Guaranteed Interest Account at September 30, 2014 and 2013 was \$78,613,421 and \$75,162,707, respectively.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. Participants may not transfer between the Guaranteed Interest Account and the Stable Value Fund without first investing in another investment option of the Plan for a period of 90 days. The Guaranteed Interest Account's contract does not permit the Custodian to terminate the agreement prior to the scheduled maturity date.

Investment contracts held in the Stable Value Fund are valued at fair value, which represents contributions, reinvested income, less any withdrawals, plus accrued interest. The Stable Value Fund invests in investment contracts, traditional guaranteed investment contracts ("GICs") and security-backed contracts issued by insurance companies and other financial institutions. The fair value of the units of this investment is based on the fair value of the underlying investments, and a net asset value can be calculated for this fund as audited financial statements are available. The fair value of a GIC is based on the present value of future cash flows using the current discount rate. The fair value of a security-backed contract includes the value of the underlying securities and the value of the wrapper contract. The fair value of a wrapper contract provided by a security-backed contract issuer is the present value of the difference between the current wrapper fee and the contracted wrapper fee. Fair value is adjusted to contract value on the financial statements. The investment contracts are fully benefit responsive because participants may direct withdrawals and transfers at contract value. The average yields on such contracts were 1.23% and 1.55% for 2014 and 2013, respectively, which approximated market rates. The contract value of the Stable Value Fund at September 30, 2014 and 2013 was \$23,886,976 and \$25,877,852, respectively. The Stable Value Fund's contract does not permit the Custodian to terminate the agreement prior to the scheduled maturity date.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(c) Investment Valuation and Income Recognition, continued

Interest income is recognized when earned. Dividend income is recorded on the ex-dividend date. Realized gains and losses on investments are recognized upon the sale of the related investments and unrealized appreciation or depreciation is recognized at period end when the carrying values of the related investments are adjusted to their estimated fair market value. Purchases and sales of securities are reflected on a trade-date basis.

Earnings on investments are allocated on a pro rata basis to individual participant accounts based on the type of investment and the ratio of each participant's individual account balance to the aggregate of participant account balances. The portion of interest included in each loan payment made by a participant is recognized as interest income in the participant's individual account.

(d) Net Change in Fair Value of Investments

The Plan presents in the statement of changes in net assets available for benefits the net change in the fair value of its investments, which consists of the realized gains and losses and the net unrealized gain (loss) on those investments.

(e) Fair Value Measurements

The valuation techniques required to determine fair value are based upon observable and unobservable inputs. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect internal market assumptions. The two types of inputs create the following fair value hierarchy:

Level 1 – Valuation is based upon unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 – Valuation is based upon other significant observable inputs (including quoted prices for similar assets or liabilities in active markets, identical or similar assets or liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability, etc.).

Level 3 – Valuation is based upon significant unobservable inputs. These inputs reflect the reporting entity's own assumptions about how market participants would price the asset or liability, including assumptions about risk in determining the fair value of the asset or liability.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(e) Fair Value Measurements, continued

The inputs or methodology used by valuing securities are not necessarily an indication of risk associated with investing in those securities.

The following is a description of the valuation methodologies used for investments measured at fair value. There have been no changes in the methodologies used at September 30, 2014 and 2013. Mutual funds, funds held in the Self-Directed Brokerage Account and Cubic Corporation common stock are valued at quoted prices for identical assets in active markets. The Guaranteed Interest Account and the Stable Value Fund are measured using the market approach. The market approach uses prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following is a summary of investments classified in accordance with the fair value hierarchy:

	Investments at Fair Value as of September 30, 2014			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Domestic equity funds	\$ 168,044,593	\$ -	\$ -	\$ 168,044,593
Domestic bond funds	29,717,357	-	-	29,717,357
International equity funds	41,477,427	-	-	41,477,427
Hybrid funds	35,065,187	-	-	35,065,187
Money market funds	13,003,694	-	-	13,003,694
International bond funds	3,508,120	-	-	3,508,120
Real estate funds	694,081	-	-	694,081
Total mutual funds	291,510,459	-	-	291,510,459
Cubic Corporation common stock	3,734,505	-	-	3,734,505
Guaranteed interest account	-	-	78,613,421	78,613,421
Stable value fund	-	24,173,620	-	24,173,620
Self-directed brokerage account	1,512,105	-	-	1,512,105
Total investments at fair value	<u>\$ 296,757,069</u>	<u>\$ 24,173,620</u>	<u>\$ 78,613,421</u>	<u>\$ 399,544,110</u>

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(e) Fair Value Measurements, continued

	Investments at Fair Value as of September 30, 2013			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Domestic equity funds	\$ 145,659,491	\$ -	\$ -	\$ 145,659,491
Domestic bond funds	30,699,208	-	-	30,699,208
International equity funds	37,356,530	-	-	37,356,530
Hybrid funds	29,789,514	-	-	29,789,514
Money market funds	13,834,505	-	-	13,834,505
International bond funds	3,399,880	-	-	3,399,880
Real Estate Funds	-	-	-	-
Total mutual funds	260,739,128	-	-	260,739,128
Cubic Corporation common stock	4,320,624	-	-	4,320,624
Guaranteed interest account	-	-	75,162,707	75,162,707
Stable value fund	-	26,162,508	-	26,162,508
Self-directed brokerage account	631,832	-	-	631,832
Total investments at fair value	\$ 265,691,584	\$ 26,162,508	\$ 75,162,707	\$ 367,016,799

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 investment for the year ended September 30, 2014.

Level 3 Investment as of September 30, 2014

	Guaranteed Interest Account
Balance, beginning of year	\$ 75,162,707
Interest on guaranteed interest account	2,317,022
Interest income on notes receivable from participants	39,934
Purchases	3,463,244
Sales	(2,369,486)
Balance, end of year	\$ 78,613,421

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(e) Fair Value Measurements, continued

The following table represents quantitative information about the significant unobservable inputs used in the fair value measurement of the Plan's Level 3 investment. The crediting interest rate cannot be less than 3.00%, thus an adjustment for risk is not necessary.

Quantitative Information about Significant Inputs Used in Level 3 Fair Value Measurements

Instrument	Contract Value	Fair Value	Principal Valuation Technique	Unobservable Inputs	Significant Input Values	Weighted Average
Guaranteed Interest Account (Evergreen Group Annuity)	\$ 78,613,421	\$ 78,613,421	Market Value Adjustment (Market Approach)	Average Crediting Rate New Deposits Crediting Rate	3.00% 3.00%	No

The following table summarizes investments measured at fair value based on net asset value (NAV) per share as of September 30, 2014 and 2013, respectively.

Fair Value of Investments in Entities that Calculate Net Asset Value per Share (or its Equivalent)

September 30, 2014	Contract Value	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Stable Value Fund	\$ 23,886,976	\$ 24,173,620	n/a	Daily	* 12 months

September 30, 2013	Contract Value	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Stable Value Fund	\$ 25,877,852	\$ 26,162,508	n/a	Daily	* 12 months

* The 12 month redemption period and fair value calculation would only apply to a Plan Sponsor initiated withdrawal. The daily NAV reflects contract value and is fully benefit-responsive.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(f) Risks and Uncertainties

The Plan provides for various investment options in a Guaranteed Interest Account, mutual funds, a Stable Value Fund, Cubic Corporation common stock and a Self-Directed Brokerage Account option. These investment securities are exposed to various risks, such as interest rate, market, and credit. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the values of the investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term, and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statement of changes in net assets available for benefits.

(g) Concentration of Credit Risk

All of the Plan's investments are financial instruments which potentially subject the Plan to concentrations of credit risk. Management believes that the Custodian maintains the Plan's investments with high credit quality institutions and attempts to limit the credit exposure to any particular investment.

(h) Payments of Benefits

Benefits payments are recorded when paid.

(i) Administrative Expenses

The Company provides certain administrative and accounting services to the Plan at no cost. Most administrative expenses are paid directly by the Plan and include audit fees and certain legal fees. Administrative expenses incurred by the Plan include loan and Self-Directed Brokerage Account fees charged directly to the participants' accounts and investment management fees which are netted against investment returns.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(3) Investments

The following presents investments, at fair value, that represent 5% or more of the Plan's net assets available for benefits as of September 30:

	<u>2014</u>	<u>2013</u>
Prudential Guaranteed Interest Account	\$ 78,613,421	\$ 75,162,707
American Euro Pac Gr R5	\$ 41,477,427	\$ 37,356,530
Vanguard Wellington Admiral	\$ 35,065,187	\$ 29,789,514
Jennison Growth Fund Z	\$ 29,289,813	\$ 26,445,432
Davis New York Venture Fund Y	\$ 27,571,962	\$ 25,543,010
Prudential Stable Value Fund	\$ 24,173,620	\$ 26,162,508
PIMCO Total Return Institutional Fund	\$ 21,729,367	\$ 22,097,925

The Plan's investments increased in value by \$27,272,754 due to gains and losses during the year ended September 30, 2014 as follows:

Mutual funds	\$ 27,506,720
Stable value fund	302,426
Self-directed brokerage account	21,160
Cubic Corporation common stock	<u>(557,552)</u>
	<u>\$ 27,272,754</u>

(4) Tax Status

The Plan received a favorable tax determination letter from the IRS dated May 4, 2004, which states that the Plan qualifies under the applicable provisions of the Internal Revenue Code and that it is therefore exempt from federal income taxes. The Plan was amended since receiving this determination letter and received a favorable tax determination letter dated June 4, 2012. In the opinion of the Company, the Plan continues to meet the Internal Revenue Code requirements and is currently operating such that its exempt status has been maintained. Accordingly, no provision for income taxes has been included in the accompanying financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2014.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(5) Plan Termination and Amendment

Although the Company has not expressed any intent to do so, the Company has the right, under the Plan agreement, to amend any or all provisions of the Plan as well as discontinue contributions and terminate the Plan at any time subject to the provisions of ERISA. In the event of Plan termination, participants will become vested 100% in their accounts, and the net assets of the Plan must be allocated among the participants and beneficiaries of the Plan in the order provided for by ERISA.

(6) Parties-In-Interest

Section 3(14) of ERISA defines a party-in-interest to include, among others, fiduciaries or employees of the Plan, any person who provides services to the Plan, or an employer whose employees are covered by the Plan. Certain Plan investments are managed by Prudential Insurance Company of America. The Jennison Dryden Funds are owned by the Prudential Insurance Company of America. Prudential Insurance Company of America is the Custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Wells Fargo manages the Prudential Stable Value Fund and, therefore, these transactions qualify as party-in-interest transactions also. Six Board of Trustees members are currently participants in the Plan and an officer of the Company serves as the trustee and plan administrator of the Plan. In addition, Plan investments include investments in the Company's common stock; therefore, these transactions also qualify as party-in-interest transactions. The Plan purchased and sold 7,760 and 8,452 shares, respectively, of the Company's common stock during the year ended September 30, 2014.

(7) Form 5500

There were no differences between the accompanying financial statements as of September 30, 2014 and 2013 and the financial information reported on the Form 5500.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(8) Subsequent Events

(a) DTECH Labs, Inc.

The Company acquired DTECH Labs, Inc. on December 16, 2014 and as part of this acquisition, management anticipates that the Plan will receive assets from the DTECH Labs, Inc. 401(k) Plan. The Plan is expected to be amended for the trustee to trustee asset merger scheduled to occur in 2015.

(b) Safe Harbor Matching Contribution

Effective October 1, 2014, the Plan was amended to use the safe harbor method of Section 401(k) (12) of the Code by providing a safe harbor matching contribution of a dollar-for-dollar of the first 4% of an employee's 401(k) salary deferrals. Each participant is immediately fully vested in their safe harbor matching contributions. The plan was also amended to provide an additional discretionary contribution with immediate vesting for the benefit of Sub Plan participants effective October 1, 2014.

(c) CWTS Asset Transfer

Effective October 1, 2014, the Plan was amended to reflect that CWTS, a company with collectively bargained employees, ceased to be a participating employer in the Plan and became a participating employer in the Cubic Applications, Inc. 401(k) Retirement Plan ("CAI Plan"). This change resulted in CWTS assets, totaling \$39,415,617, transferring to the CAI Plan.

SUPPLEMENTAL SCHEDULE

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Schedule H, line 4i – Schedule of Assets (Held at End of Year)

September 30, 2014

EIN #95-1678055
Plan #001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, Rate of interest, collateral, par, or maturity value	(d) Cost**	(e) Current value
*	The Prudential Insurance Company of America	Guaranteed Interest Fund		
		Prudential Guaranteed Interest Account	\$ -	\$ 78,613,421
		Mutual fund		
	American Funds	American Euro Pac Gr R5	-	41,477,427
	Vanguard Funds	Mutual fund		
		Vanguard Wellington Admiral	-	35,065,187
*	Jennison Funds	Mutual fund		
		Jennison Growth Fund Z	-	29,289,813
	Davis Funds	Mutual fund		
		Davis New York Venture Fund Y	-	27,571,962
*	Well Fargo Bank Minnesota, N.A.	Common Collective Trust		
		Prudential Stable Value Fund	-	23,886,976
	PIMCO Funds	Mutual fund		
		PIMCO Total Return Institutional Fund	-	21,729,367
	Vanguard Funds	Mutual fund		
		Vanguard Growth Index Signal	-	19,488,680
	American Beacon	Mutual fund		
		American Beacon Large Cap Value Fund	-	17,663,946
	T. Rowe Price	Mutual fund		
		T. Rowe Price Mid Cap Growth	-	14,489,013
	Vanguard Funds	Mutual fund		
		Vanguard Institutional Index	-	13,878,779
	Goldman Sachs	Mutual fund		
		Goldman Sachs Mid Cap Institutional Fund	-	13,204,349
*	The Prudential Insurance Company of America	Mutual fund		
		Money Market Assets Fund Z	-	13,003,694
	Thornburg Investments	Mutual fund		
		Thornburg Core Growth Fund I	-	8,931,364
	Vanguard Funds	Mutual fund		
		Vanguard Small Cap Index	-	7,620,336
	Vanguard Funds	Mutual fund		
		Vanguard Mid Cap Index Fund	-	7,333,069
	American Century Investments	Mutual fund		
		American Century Government Fund	-	6,086,694
	Vanguard Funds	Mutual fund		
		Vanguard Value Index	-	3,797,563
*	Cubic Corporation	Equity Securities		
		Cubic Corporation Common Stock	-	3,734,505
	Templeton Funds	Mutual fund		
		Templeton Global Bond	-	3,508,120
	Royce Funds	Mutual fund		
		Royce Value Plus Fund I	-	2,817,718
	Royce Funds	Mutual fund		
		Royce Total Return Fund	-	1,908,348
	Vanguard Funds	Mutual fund		
		Vanguard Inflation Protection Securities	-	1,901,296
	Self-Directed Brokerage Account	Mutual funds		
		Self-Directed Brokerage Account	-	1,512,105
	Vanguard Funds	Mutual funds		
		Vanguard REIT Index Fund	-	694,080
	ClearBridge Funds	Mutual funds		
		Clearbridge Sm Cap Growth Fund	-	49,653
*	Notes Receivable from Participants	Various maturities (Interest rates from 4.25% - 11.50%)	-	6,373,250
			<u>\$ -</u>	<u>\$ 405,630,715</u>

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Financial Statements and Supplemental Schedule

September 30, 2014 and 2013

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* Other schedules required by Section 2520.103-10 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.



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Independent Auditor's Report

To the Administrator and Participants of the
Cubic Corporation Employees' Profit Sharing Plan:

Report on the Financial Statements

We have audited the accompanying financial statements of the Cubic Corporation Employees' Profit Sharing Plan (the "Plan"), which comprise the statements of net assets available for benefits as of September 30, 2014 and 2013, and the related statement of changes in net assets available for benefits for the year ended September 30, 2014, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of September 30, 2014 and 2013, and the changes in net assets available for benefits for the year ended September 30, 2014, in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held at end of year as of September 30, 2014, is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Mayer Hoffman McCann P.C.

San Diego, California
March 18, 2015

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Statements of Net Assets Available for Benefits

September 30, 2014 and 2013

	<u>2014</u>	<u>2013</u>
Assets:		
Investments, at fair value:		
Mutual funds	\$ 291,510,459	\$ 260,739,128
Guaranteed interest account	78,613,421	75,162,707
Stable value fund	24,173,620	26,162,508
Cubic Corporation common stock	3,734,505	4,320,624
Self-directed brokerage	1,512,105	631,832
Total investments	<u>399,544,110</u>	<u>367,016,799</u>
Receivables:		
Notes receivable from participants	6,373,250	5,848,487
Employer's contribution	5,011,942	4,999,953
Participants' contributions	557,023	486,518
Total receivables	<u>11,942,215</u>	<u>11,334,958</u>
Net assets available for benefits reflecting all investments at fair value	<u>411,486,325</u>	<u>378,351,757</u>
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(286,644)</u>	<u>(284,656)</u>
Net assets available for benefits	<u>\$ 411,199,681</u>	<u>\$ 378,067,101</u>

See the accompanying notes to financial statements.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Statement of Changes in Net Assets Available for Benefits

For the Year Ended September 30, 2014

Additions to net assets attributed to:

Investment income:

Net change in fair value of investments	\$ 27,272,754
Interest and dividends	3,440,909
Interest on guaranteed interest account	<u>2,317,022</u>
Total investment income	33,030,685

Interest income on notes receivable from participants	257,286
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Contributions:

Employer's	14,993,523
Participants'	13,724,080
Participants' rollovers from other qualified plans	2,598,782
Transfer from other plan	<u>4,141,751</u>

Total contributions	<u>35,458,136</u>
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Total additions	68,746,107
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Deductions from net assets attributed to:

Benefits paid to participants	35,354,625
Administrative expenses	<u>258,902</u>
Total deductions	<u>35,613,527</u>

Net increase in assets available for benefit	33,132,580
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Net assets available for benefits:

Beginning of year	<u>378,067,101</u>
End of year	<u><u>\$ 411,199,681</u></u>

See the accompanying notes to financial statements.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description

The following description of the Cubic Corporation Employees' Profit Sharing Plan (the "Plan") provides only general information. Participants of the Plan should refer to the Plan agreement for a more complete description of the Plan.

(a) General

The Plan, which was effective June 15, 1956 and amended from time to time thereafter, is a defined contribution plan covering eligible full-time, part-time and temporary employees of Cubic Corporation and affiliated companies that have adopted participation in the Plan (collectively, the "Company"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

(b) Contributions

Plan participants may voluntarily contribute up to 30% of their pre-tax and after-tax annual compensation (up to the Internal Revenue Service ("IRS") maximum allowable amount), as defined by the Plan, to the Plan. Participants may also rollover amounts representing distributions from other eligible retirement plans. Participants direct their contributions and the Company's discretionary contributions, matching contributions and Service Contract Act ("SCA") contributions in 1% increments in the Guaranteed Interest Account, mutual funds, Stable Value Fund, and/or the Company's common stock. Participants may also transfer up to 99% of their account balance to a Self-Directed Brokerage Account. Participants may change their investment options daily. All contributions are held in a trust and invested by the Plan's custodian in accordance with the options elected by the participants (i.e. all investments are participant directed). The maximum allowable calendar-year pre-tax voluntary contribution, as determined by the IRS, was \$17,500 for 2014 and 2013.

The Plan provides for a Company discretionary contribution, at the option of its Board of Directors. Discretionary contributions to the Plan are allocated based on the ratio of each participant's compensation to total compensation of all eligible participants. Eligible Plan participants must be employed by the Company as of the Plan's year end, have at least one year of service and have earned at least 500 hours of service during the Plan year to be eligible for a discretionary contribution.

The Company provides a matching contribution to the Plan on a dollar-for-dollar basis for the first 3% of eligible employee 401(k) salary deferrals. In accordance with collective bargaining agreements, the Plan provides a dollar-for-dollar matching contribution of the first 4% of an employee's 401(k) salary deferrals for certain employees of Cubic Worldwide Technical Services ("CWTS"), a wholly-owned subsidiary of Cubic Corporation.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description, Continued

(b) Contributions, continued

Effective January 1, 2009, the Plan provides for an employer SCA contribution to be made by the Company in accordance with certain SCA agreements and pursuant to the McNamara-O'Hara Service Contract Act of 1965. The employer SCA contributions are allocated to participants who are entitled to benefits under the SCA and have not otherwise been furnished such benefits or received a cash equivalent payment that would meet the requirements of the SCA. The amount of the employer SCA contributions shall be equal to the amount determined under the SCA. A participant is 100% vested at all times in the amount held in his or her employer SCA contributions account.

Employees of Cubic Corporation's wholly-owned subsidiaries Cubic Simulation Systems Division ("CSSD"), Cubic Advanced Learning Solutions ("CALs"), Intific, Inc. and employees who work for the Cyber Security subset of Cubic Corporation's wholly-owned subsidiary Cubic Defense Applications, Inc. ("CDA") who participate in the Plan have different contribution and loan options as compared to other Plan participants. CSSD, CALs, Intific, Inc. and Cyber Security employees who participate in the Plan are hereafter referred to as "Sub Plan" participants. Sub Plan participants can voluntarily contribute up to one hundred percent of their compensation as pre-tax contributions and up to five percent of their compensation as after-tax contributions. However, their combined pre-tax and after-tax contributions together cannot exceed 100% of their annual compensation (not to exceed the IRS maximum allowable amount), as defined by the Plan. Sub Plan participants can also rollover amounts representing distributions from other eligible retirement plans.

The Company matching contribution for CSSD, CALs and Intific, Inc. is 75% of the participant's elective contribution made during the Plan year, up to 6% of the participant's annual compensation. The Company matching contribution for the Cyber Security participants is 100% of the participant's elective contribution made during the Plan year, up to 6% of the participant's annual compensation. In addition, the Sub Plan provides for a Company discretionary contribution, at the option of its Board of Directors. Discretionary contributions to the Sub Plan are allocated to all participants based on compensation as a percentage of compensation of all eligible employees participating in the Sub Plan.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description, Continued

(c) Participants' Accounts

Each participant's account is credited with the participant's contributions, his or her pro rata share of the Company's discretionary contributions (if any), the Company's matching contributions, the Company's SCA contributions, rollovers and transfers from other plans and allocations of Plan earnings or losses including market value adjustments on Plan investments. Allocations are based on participant earnings or account balances, as defined in the Plan agreement. The non-vested portion of a participant's Company discretionary contribution account will be forfeited as of the earlier of the date of termination of employment if he or she has no vested interest or the date on which he or she has five consecutive years of five hundred or less hours of service. Any remaining forfeited balances of terminated participants' non-vested accounts after payment of certain administrative expenses and restoration of forfeitures of re-employed participants are allocated to participants who are employed on the last day of the Plan year in the ratio that each eligible participant's Company discretionary contribution bears to the Company discretionary contributions of all eligible participants. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participant forfeitures amounted to \$54,349 during the year ended September 30, 2014. As of September 30, 2014 and 2013, Plan assets available for benefits that had not been credited to participant accounts, including unallocated forfeitures, amounted to \$99,860 and \$190,512, respectively.

(d) Vesting

Employee, Company matching, Company SCA and rollover contributions plus or minus actual earnings or losses thereon have full and immediate vesting. Employer discretionary contributions (and earnings or losses thereon) vest after one year of service at 20% and increase in 20% increments until fully vested after five years of service.

Participant accounts become fully vested upon death, disability, attainment of normal retirement age, termination due to lay-off by a participating employer, or upon termination of the Plan. The Company may authorize a percentage of the Company's discretionary contribution to be transferred to the pre-tax account of non-highly compensated participants, and the participants then become immediately vested in those contributions.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description, Continued

(e) Distribution of Participants' Accounts

The entire vested balance of a participant's account may be distributed at the date of the participant's retirement from the Company, termination from service from the Company, death, or permanent and total disability. Participants still employed are eligible for two distributions of their after-tax and rollover contributions each Plan year and up to 65% of their vested portion of the Company discretionary contributions once every five years. Participants, including terminated participants, may request a withdrawal of their accounts, excluding their matching contributions, in cases of financial hardship. The normal retirement age, as defined by the Plan, is the later date at which participants reach the age of 65 or have reached five years of service. If a participant terminates employment with the Company before retirement, the participant will receive either a lump sum payment of their vested account balance or if the vested account exceeds \$1,000, the participant may elect any distribution date up to age 70½.

(f) Notes Receivable from Participants

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. A participant may not have more than two loans outstanding unless they are a Sub Plan participant (Sub Plan participants are allowed to have three loans outstanding) and no new loans may be made to a participant at a time when he or she is in default on any payment required to be made on a previous loan. The loans, which are collateralized by the balance in the participant's account, bear interest at prime plus 1%, and the interest rate on loans that were outstanding at September 30, 2014 ranged from 4.25% to 11.50%. Interest rates for new loans are determined on the first business day of each calendar quarter. These rates are effective for all new loans initiated on or after the first business day of the following quarter, and will remain in effect until a new rate is established. Principal and interest are paid ratably through scheduled payroll deductions. Participant loans are measured at their unpaid principal balance plus accrued but unpaid interest. All loans are repaid within a period of five years and outstanding loans at September 30, 2014 have maturity dates ranging from October 2014 through October 2019. Defaulted participant loans are reclassified as distributions based upon the terms of the Plan agreement.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies

(a) *Basis of Accounting*

The accompanying financial statements are prepared under the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America.

(b) *Use of Estimates*

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

(c) *Investment Valuation and Income Recognition*

The Plan's mutual funds, Stable Value Fund and funds held in the Self-Directed Brokerage Account are stated at fair value as determined by Prudential Insurance Company of America (the "Custodian"), and are based on the net asset value of units held by the Plan at year-end. The shares of Cubic Corporation common stock are valued at quoted market prices at year-end, as reported by the Custodian.

Investment contracts held in the Guaranteed Interest Account are valued at fair value, which represents contributions, reinvested income, less any withdrawals, plus accrued interest. Fair value represents the estimated proceeds that would have been paid had the contract been discontinued as of September 30, 2014. The fair value is derived by multiplying the contractual Market Value Adjustment ("MVA") by the contract value and taking into account all reasonably available information and assumptions about risks that a market participant would use. The MVA formula approximates the change in market value of a bond given a change in the rate environment and is equal to the average rate being credited under the contract minus the rate credited to new deposits for plans with similar features multiplied by a duration of time estimate. When establishing interest crediting rates for this investment, the Custodian considers many factors, including external factors such as current economic and market conditions, the general interest rate environment and internal factors such as the expected and actual experience of a reference portfolio within the issuer's general account. While these rates are established without the use of a specific formula, the crediting rate can never be less than 3.00%, thus mitigating significant changes in fair value measurement. Fair value is adjusted to contract value in the financial statements. The investment contracts are fully benefit responsive because participants may direct withdrawals and transfers at contract value.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(c) *Investment Valuation and Income Recognition, continued*

The average yield on such contracts was 3.00% for 2014 and 2013, which approximated market rates. The crediting interest rates are reviewed quarterly but cannot be less than 3.00%, and were 3.00% for 2014 and 2013. Since the crediting interest rate cannot be less than 3.00%, there is not a significant increase in implied liquidity risk yields or performance, thus an adjustment for risk is not necessary. Fair value calculations would only be applied in the event of a Plan Sponsor initiated withdrawal. The formula used for determination of fair value is adequate in determining what the price of a bond with cash flows similar to the Guaranteed Interest Account payout would be and therefore calculates the fair value in a similar manner to other stable value funds holding pooled securities in a trust. Management believes the fair value calculation is reasonable based on other comparable evaluation methods. The contract value of the Guaranteed Interest Account at September 30, 2014 and 2013 was \$78,613,421 and \$75,162,707, respectively.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. Participants may not transfer between the Guaranteed Interest Account and the Stable Value Fund without first investing in another investment option of the Plan for a period of 90 days. The Guaranteed Interest Account's contract does not permit the Custodian to terminate the agreement prior to the scheduled maturity date.

Investment contracts held in the Stable Value Fund are valued at fair value, which represents contributions, reinvested income, less any withdrawals, plus accrued interest. The Stable Value Fund invests in investment contracts, traditional guaranteed investment contracts ("GICs") and security-backed contracts issued by insurance companies and other financial institutions. The fair value of the units of this investment is based on the fair value of the underlying investments, and a net asset value can be calculated for this fund as audited financial statements are available. The fair value of a GIC is based on the present value of future cash flows using the current discount rate. The fair value of a security-backed contract includes the value of the underlying securities and the value of the wrapper contract. The fair value of a wrapper contract provided by a security-backed contract issuer is the present value of the difference between the current wrapper fee and the contracted wrapper fee. Fair value is adjusted to contract value on the financial statements. The investment contracts are fully benefit responsive because participants may direct withdrawals and transfers at contract value. The average yields on such contracts were 1.23% and 1.55% for 2014 and 2013, respectively, which approximated market rates. The contract value of the Stable Value Fund at September 30, 2014 and 2013 was \$23,886,976 and \$25,877,852, respectively. The Stable Value Fund's contract does not permit the Custodian to terminate the agreement prior to the scheduled maturity date.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(c) Investment Valuation and Income Recognition, continued

Interest income is recognized when earned. Dividend income is recorded on the ex-dividend date. Realized gains and losses on investments are recognized upon the sale of the related investments and unrealized appreciation or depreciation is recognized at period end when the carrying values of the related investments are adjusted to their estimated fair market value. Purchases and sales of securities are reflected on a trade-date basis.

Earnings on investments are allocated on a pro rata basis to individual participant accounts based on the type of investment and the ratio of each participant's individual account balance to the aggregate of participant account balances. The portion of interest included in each loan payment made by a participant is recognized as interest income in the participant's individual account.

(d) Net Change in Fair Value of Investments

The Plan presents in the statement of changes in net assets available for benefits the net change in the fair value of its investments, which consists of the realized gains and losses and the net unrealized gain (loss) on those investments.

(e) Fair Value Measurements

The valuation techniques required to determine fair value are based upon observable and unobservable inputs. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect internal market assumptions. The two types of inputs create the following fair value hierarchy:

Level 1 – Valuation is based upon unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 – Valuation is based upon other significant observable inputs (including quoted prices for similar assets or liabilities in active markets, identical or similar assets or liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability, etc.).

Level 3 – Valuation is based upon significant unobservable inputs. These inputs reflect the reporting entity's own assumptions about how market participants would price the asset or liability, including assumptions about risk in determining the fair value of the asset or liability.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(e) Fair Value Measurements, continued

The inputs or methodology used by valuing securities are not necessarily an indication of risk associated with investing in those securities.

The following is a description of the valuation methodologies used for investments measured at fair value. There have been no changes in the methodologies used at September 30, 2014 and 2013. Mutual funds, funds held in the Self-Directed Brokerage Account and Cubic Corporation common stock are valued at quoted prices for identical assets in active markets. The Guaranteed Interest Account and the Stable Value Fund are measured using the market approach. The market approach uses prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following is a summary of investments classified in accordance with the fair value hierarchy:

	Investments at Fair Value as of September 30, 2014			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Domestic equity funds	\$ 168,044,593	\$ -	\$ -	\$ 168,044,593
Domestic bond funds	29,717,357	-	-	29,717,357
International equity funds	41,477,427	-	-	41,477,427
Hybrid funds	35,065,187	-	-	35,065,187
Money market funds	13,003,694	-	-	13,003,694
International bond funds	3,508,120	-	-	3,508,120
Real estate funds	694,081	-	-	694,081
Total mutual funds	291,510,459	-	-	291,510,459
Cubic Corporation common stock	3,734,505	-	-	3,734,505
Guaranteed interest account	-	-	78,613,421	78,613,421
Stable value fund	-	24,173,620	-	24,173,620
Self-directed brokerage account	1,512,105	-	-	1,512,105
Total investments at fair value	<u>\$ 296,757,069</u>	<u>\$ 24,173,620</u>	<u>\$ 78,613,421</u>	<u>\$ 399,544,110</u>

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(e) Fair Value Measurements, continued

	Investments at Fair Value as of September 30, 2013			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Domestic equity funds	\$ 145,659,491	\$ -	\$ -	\$ 145,659,491
Domestic bond funds	30,699,208	-	-	30,699,208
International equity funds	37,356,530	-	-	37,356,530
Hybrid funds	29,789,514	-	-	29,789,514
Money market funds	13,834,505	-	-	13,834,505
International bond funds	3,399,880	-	-	3,399,880
Real Estate Funds	-	-	-	-
Total mutual funds	260,739,128	-	-	260,739,128
Cubic Corporation common stock	4,320,624	-	-	4,320,624
Guaranteed interest account	-	-	75,162,707	75,162,707
Stable value fund	-	26,162,508	-	26,162,508
Self-directed brokerage account	631,832	-	-	631,832
Total investments at fair value	\$ 265,691,584	\$ 26,162,508	\$ 75,162,707	\$ 367,016,799

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 investment for the year ended September 30, 2014.

Level 3 Investment as of September 30, 2014

	Guaranteed Interest Account
Balance, beginning of year	\$ 75,162,707
Interest on guaranteed interest account	2,317,022
Interest income on notes receivable from participants	39,934
Purchases	3,463,244
Sales	(2,369,486)
Balance, end of year	\$ 78,613,421

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(e) Fair Value Measurements, continued

The following table represents quantitative information about the significant unobservable inputs used in the fair value measurement of the Plan's Level 3 investment. The crediting interest rate cannot be less than 3.00%, thus an adjustment for risk is not necessary.

Quantitative Information about Significant Inputs Used in Level 3 Fair Value Measurements

Instrument	Contract Value	Fair Value	Principal Valuation Technique	Unobservable Inputs	Significant Input Values	Weighted Average
Guaranteed Interest Account (Evergreen Group Annuity)	\$ 78,613,421	\$ 78,613,421	Market Value Adjustment (Market Approach)	Average Crediting Rate New Deposits Crediting Rate	3.00% 3.00%	No

The following table summarizes investments measured at fair value based on net asset value (NAV) per share as of September 30, 2014 and 2013, respectively.

Fair Value of Investments in Entities that Calculate Net Asset Value per Share (or its Equivalent)

September 30, 2014	Contract Value	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Stable Value Fund	\$ 23,886,976	\$ 24,173,620	n/a	Daily	* 12 months

September 30, 2013	Contract Value	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Stable Value Fund	\$ 25,877,852	\$ 26,162,508	n/a	Daily	* 12 months

* The 12 month redemption period and fair value calculation would only apply to a Plan Sponsor initiated withdrawal. The daily NAV reflects contract value and is fully benefit-responsive.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(f) Risks and Uncertainties

The Plan provides for various investment options in a Guaranteed Interest Account, mutual funds, a Stable Value Fund, Cubic Corporation common stock and a Self-Directed Brokerage Account option. These investment securities are exposed to various risks, such as interest rate, market, and credit. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the values of the investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term, and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statement of changes in net assets available for benefits.

(g) Concentration of Credit Risk

All of the Plan's investments are financial instruments which potentially subject the Plan to concentrations of credit risk. Management believes that the Custodian maintains the Plan's investments with high credit quality institutions and attempts to limit the credit exposure to any particular investment.

(h) Payments of Benefits

Benefits payments are recorded when paid.

(i) Administrative Expenses

The Company provides certain administrative and accounting services to the Plan at no cost. Most administrative expenses are paid directly by the Plan and include audit fees and certain legal fees. Administrative expenses incurred by the Plan include loan and Self-Directed Brokerage Account fees charged directly to the participants' accounts and investment management fees which are netted against investment returns.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(3) Investments

The following presents investments, at fair value, that represent 5% or more of the Plan's net assets available for benefits as of September 30:

	2014	2013
Prudential Guaranteed Interest Account	\$ 78,613,421	\$ 75,162,707
American Euro Pac Gr R5	\$ 41,477,427	\$ 37,356,530
Vanguard Wellington Admiral	\$ 35,065,187	\$ 29,789,514
Jennison Growth Fund Z	\$ 29,289,813	\$ 26,445,432
Davis New York Venture Fund Y	\$ 27,571,962	\$ 25,543,010
Prudential Stable Value Fund	\$ 24,173,620	\$ 26,162,508
PIMCO Total Return Institutional Fund	\$ 21,729,367	\$ 22,097,925

The Plan's investments increased in value by \$27,272,754 due to gains and losses during the year ended September 30, 2014 as follows:

Mutual funds	\$ 27,506,720
Stable value fund	302,426
Self-directed brokerage account	21,160
Cubic Corporation common stock	(557,552)
	<u>\$ 27,272,754</u>

(4) Tax Status

The Plan received a favorable tax determination letter from the IRS dated May 4, 2004, which states that the Plan qualifies under the applicable provisions of the Internal Revenue Code and that it is therefore exempt from federal income taxes. The Plan was amended since receiving this determination letter and received a favorable tax determination letter dated June 4, 2012. In the opinion of the Company, the Plan continues to meet the Internal Revenue Code requirements and is currently operating such that its exempt status has been maintained. Accordingly, no provision for income taxes has been included in the accompanying financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2014.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(5) Plan Termination and Amendment

Although the Company has not expressed any intent to do so, the Company has the right, under the Plan agreement, to amend any or all provisions of the Plan as well as discontinue contributions and terminate the Plan at any time subject to the provisions of ERISA. In the event of Plan termination, participants will become vested 100% in their accounts, and the net assets of the Plan must be allocated among the participants and beneficiaries of the Plan in the order provided for by ERISA.

(6) Parties-In-Interest

Section 3(14) of ERISA defines a party-in-interest to include, among others, fiduciaries or employees of the Plan, any person who provides services to the Plan, or an employer whose employees are covered by the Plan. Certain Plan investments are managed by Prudential Insurance Company of America. The Jennison Dryden Funds are owned by the Prudential Insurance Company of America. Prudential Insurance Company of America is the Custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Wells Fargo manages the Prudential Stable Value Fund and, therefore, these transactions qualify as party-in-interest transactions also. Six Board of Trustees members are currently participants in the Plan and an officer of the Company serves as the trustee and plan administrator of the Plan. In addition, Plan investments include investments in the Company's common stock; therefore, these transactions also qualify as party-in-interest transactions. The Plan purchased and sold 7,760 and 8,452 shares, respectively, of the Company's common stock during the year ended September 30, 2014.

(7) Form 5500

There were no differences between the accompanying financial statements as of September 30, 2014 and 2013 and the financial information reported on the Form 5500.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(8) Subsequent Events

(a) DTECH Labs, Inc.

The Company acquired DTECH Labs, Inc. on December 16, 2014 and as part of this acquisition, management anticipates that the Plan will receive assets from the DTECH Labs, Inc. 401(k) Plan. The Plan is expected to be amended for the trustee to trustee asset merger scheduled to occur in 2015.

(b) Safe Harbor Matching Contribution

Effective October 1, 2014, the Plan was amended to use the safe harbor method of Section 401(k) (12) of the Code by providing a safe harbor matching contribution of a dollar-for-dollar of the first 4% of an employee's 401(k) salary deferrals. Each participant is immediately fully vested in their safe harbor matching contributions. The plan was also amended to provide an additional discretionary contribution with immediate vesting for the benefit of Sub Plan participants effective October 1, 2014.

(c) CWTS Asset Transfer

Effective October 1, 2014, the Plan was amended to reflect that CWTS, a company with collectively bargained employees, ceased to be a participating employer in the Plan and became a participating employer in the Cubic Applications, Inc. 401(k) Retirement Plan ("CAI Plan"). This change resulted in CWTS assets, totaling \$39,415,617, transferring to the CAI Plan.

SUPPLEMENTAL SCHEDULE

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Schedule H, line 4i – Schedule of Assets (Held at End of Year)

September 30, 2014

EIN #95-1678055
Plan #001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, Rate of interest, collateral, par, or maturity value	(d) Cost**	(e) Current value
*	The Prudential Insurance Company of America	Guaranteed Interest Fund		
	American Funds	Prudential Guaranteed Interest Account	\$ -	\$ 78,613,421
	Vanguard Funds	Mutual fund		
		American Euro Pac Gr R5	-	41,477,427
		Mutual fund		
		Vanguard Wellington Admiral	-	35,065,187
*	Jennison Funds	Mutual fund		
		Jennison Growth Fund Z	-	29,289,813
	Davis Funds	Mutual fund		
		Davis New York Venture Fund Y	-	27,571,962
*	Well Fargo Bank Minnesota, N.A.	Common Collective Trust		
		Prudential Stable Value Fund	-	23,886,976
	PIMCO Funds	Mutual fund		
		PIMCO Total Return Institutional Fund	-	21,729,367
	Vanguard Funds	Mutual fund		
		Vanguard Growth Index Signal	-	19,488,680
	American Beacon	Mutual fund		
		American Beacon Large Cap Value Fund	-	17,663,946
	T. Rowe Price	Mutual fund		
		T. Rowe Price Mid Cap Growth	-	14,489,013
	Vanguard Funds	Mutual fund		
		Vanguard Institutional Index	-	13,878,779
	Goldman Sachs	Mutual fund		
		Goldman Sachs Mid Cap Institutional Fund	-	13,204,349
*	The Prudential Insurance Company of America	Mutual fund		
	Thornburg Investments	Mutual fund		
		Money Market Assets Fund Z	-	13,003,694
	Vanguard Funds	Mutual fund		
		Thornburg Core Growth Fund I	-	8,931,364
	Vanguard Funds	Mutual fund		
		Vanguard Small Cap Index	-	7,620,336
	Vanguard Funds	Mutual fund		
		Vanguard Mid Cap Index Fund	-	7,333,069
	American Century Investments	Mutual fund		
		American Century Government Fund	-	6,086,694
	Vanguard Funds	Mutual fund		
		Vanguard Value Index	-	3,797,563
*	Cubic Corporation	Equity Securities		
		Cubic Corporation Common Stock	-	3,734,505
	Templeton Funds	Mutual fund		
		Templeton Global Bond	-	3,508,120
	Royce Funds	Mutual fund		
		Royce Value Plus Fund I	-	2,817,718
	Royce Funds	Mutual fund		
		Royce Total Return Fund	-	1,908,348
	Vanguard Funds	Mutual fund		
		Vanguard Inflation Protection Securities	-	1,901,296
	Self-Directed Brokerage Account	Mutual funds		
		Self-Directed Brokerage Account	-	1,512,105
	Vanguard Funds	Mutual funds		
		Vanguard REIT Index Fund	-	694,080
	ClearBridge Funds	Mutual funds		
		Clearbridge Sm Cap Growth Fund	-	49,653
*	Notes Receivable from Participants	Various maturities (Interest rates from 4.25% - 11.50%)	-	6,373,250
			\$ -	\$ 405,630,715

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Financial Statements and Supplemental Schedule

September 30, 2014 and 2013

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* Other schedules required by Section 2520.103-10 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.



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Independent Auditor's Report

To the Administrator and Participants of the
Cubic Corporation Employees' Profit Sharing Plan:

Report on the Financial Statements

We have audited the accompanying financial statements of the Cubic Corporation Employees' Profit Sharing Plan (the "Plan"), which comprise the statements of net assets available for benefits as of September 30, 2014 and 2013, and the related statement of changes in net assets available for benefits for the year ended September 30, 2014, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of September 30, 2014 and 2013, and the changes in net assets available for benefits for the year ended September 30, 2014, in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held at end of year as of September 30, 2014, is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Mayer Hoffman McCann P.C.

San Diego, California
March 18, 2015

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Statements of Net Assets Available for Benefits

September 30, 2014 and 2013

	<u>2014</u>	<u>2013</u>
Assets:		
Investments, at fair value:		
Mutual funds	\$ 291,510,459	\$ 260,739,128
Guaranteed interest account	78,613,421	75,162,707
Stable value fund	24,173,620	26,162,508
Cubic Corporation common stock	3,734,505	4,320,624
Self-directed brokerage	1,512,105	631,832
Total investments	<u>399,544,110</u>	<u>367,016,799</u>
Receivables:		
Notes receivable from participants	6,373,250	5,848,487
Employer's contribution	5,011,942	4,999,953
Participants' contributions	557,023	486,518
Total receivables	<u>11,942,215</u>	<u>11,334,958</u>
Net assets available for benefits reflecting all investments at fair value	<u>411,486,325</u>	<u>378,351,757</u>
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(286,644)</u>	<u>(284,656)</u>
Net assets available for benefits	<u>\$ 411,199,681</u>	<u>\$ 378,067,101</u>

See the accompanying notes to financial statements.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Statement of Changes in Net Assets Available for Benefits

For the Year Ended September 30, 2014

Additions to net assets attributed to:

Investment income:

Net change in fair value of investments	\$ 27,272,754
Interest and dividends	3,440,909
Interest on guaranteed interest account	<u>2,317,022</u>
Total investment income	33,030,685

Interest income on notes receivable from participants	257,286
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Contributions:

Employer's	14,993,523
Participants'	13,724,080
Participants' rollovers from other qualified plans	2,598,782
Transfer from other plan	<u>4,141,751</u>

Total contributions	<u>35,458,136</u>
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Total additions	68,746,107
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Deductions from net assets attributed to:

Benefits paid to participants	35,354,625
Administrative expenses	<u>258,902</u>

Total deductions	<u>35,613,527</u>
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Net increase in assets available for benefit	33,132,580
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Net assets available for benefits:

Beginning of year	<u>378,067,101</u>
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End of year	<u><u>\$ 411,199,681</u></u>
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See the accompanying notes to financial statements.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description

The following description of the Cubic Corporation Employees' Profit Sharing Plan (the "Plan") provides only general information. Participants of the Plan should refer to the Plan agreement for a more complete description of the Plan.

(a) General

The Plan, which was effective June 15, 1956 and amended from time to time thereafter, is a defined contribution plan covering eligible full-time, part-time and temporary employees of Cubic Corporation and affiliated companies that have adopted participation in the Plan (collectively, the "Company"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

(b) Contributions

Plan participants may voluntarily contribute up to 30% of their pre-tax and after-tax annual compensation (up to the Internal Revenue Service ("IRS") maximum allowable amount), as defined by the Plan, to the Plan. Participants may also rollover amounts representing distributions from other eligible retirement plans. Participants direct their contributions and the Company's discretionary contributions, matching contributions and Service Contract Act ("SCA") contributions in 1% increments in the Guaranteed Interest Account, mutual funds, Stable Value Fund, and/or the Company's common stock. Participants may also transfer up to 99% of their account balance to a Self-Directed Brokerage Account. Participants may change their investment options daily. All contributions are held in a trust and invested by the Plan's custodian in accordance with the options elected by the participants (i.e. all investments are participant directed). The maximum allowable calendar-year pre-tax voluntary contribution, as determined by the IRS, was \$17,500 for 2014 and 2013.

The Plan provides for a Company discretionary contribution, at the option of its Board of Directors. Discretionary contributions to the Plan are allocated based on the ratio of each participant's compensation to total compensation of all eligible participants. Eligible Plan participants must be employed by the Company as of the Plan's year end, have at least one year of service and have earned at least 500 hours of service during the Plan year to be eligible for a discretionary contribution.

The Company provides a matching contribution to the Plan on a dollar-for-dollar basis for the first 3% of eligible employee 401(k) salary deferrals. In accordance with collective bargaining agreements, the Plan provides a dollar-for-dollar matching contribution of the first 4% of an employee's 401(k) salary deferrals for certain employees of Cubic Worldwide Technical Services ("CWTS"), a wholly-owned subsidiary of Cubic Corporation.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description, Continued

(b) Contributions, continued

Effective January 1, 2009, the Plan provides for an employer SCA contribution to be made by the Company in accordance with certain SCA agreements and pursuant to the McNamara-O'Hara Service Contract Act of 1965. The employer SCA contributions are allocated to participants who are entitled to benefits under the SCA and have not otherwise been furnished such benefits or received a cash equivalent payment that would meet the requirements of the SCA. The amount of the employer SCA contributions shall be equal to the amount determined under the SCA. A participant is 100% vested at all times in the amount held in his or her employer SCA contributions account.

Employees of Cubic Corporation's wholly-owned subsidiaries Cubic Simulation Systems Division ("CSSD"), Cubic Advanced Learning Solutions ("CALs"), Intific, Inc. and employees who work for the Cyber Security subset of Cubic Corporation's wholly-owned subsidiary Cubic Defense Applications, Inc. ("CDA") who participate in the Plan have different contribution and loan options as compared to other Plan participants. CSSD, CALs, Intific, Inc. and Cyber Security employees who participate in the Plan are hereafter referred to as "Sub Plan" participants. Sub Plan participants can voluntarily contribute up to one hundred percent of their compensation as pre-tax contributions and up to five percent of their compensation as after-tax contributions. However, their combined pre-tax and after-tax contributions together cannot exceed 100% of their annual compensation (not to exceed the IRS maximum allowable amount), as defined by the Plan. Sub Plan participants can also rollover amounts representing distributions from other eligible retirement plans.

The Company matching contribution for CSSD, CALs and Intific, Inc. is 75% of the participant's elective contribution made during the Plan year, up to 6% of the participant's annual compensation. The Company matching contribution for the Cyber Security participants is 100% of the participant's elective contribution made during the Plan year, up to 6% of the participant's annual compensation. In addition, the Sub Plan provides for a Company discretionary contribution, at the option of its Board of Directors. Discretionary contributions to the Sub Plan are allocated to all participants based on compensation as a percentage of compensation of all eligible employees participating in the Sub Plan.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description, Continued

(c) Participants' Accounts

Each participant's account is credited with the participant's contributions, his or her pro rata share of the Company's discretionary contributions (if any), the Company's matching contributions, the Company's SCA contributions, rollovers and transfers from other plans and allocations of Plan earnings or losses including market value adjustments on Plan investments. Allocations are based on participant earnings or account balances, as defined in the Plan agreement. The non-vested portion of a participant's Company discretionary contribution account will be forfeited as of the earlier of the date of termination of employment if he or she has no vested interest or the date on which he or she has five consecutive years of five hundred or less hours of service. Any remaining forfeited balances of terminated participants' non-vested accounts after payment of certain administrative expenses and restoration of forfeitures of re-employed participants are allocated to participants who are employed on the last day of the Plan year in the ratio that each eligible participant's Company discretionary contribution bears to the Company discretionary contributions of all eligible participants. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participant forfeitures amounted to \$54,349 during the year ended September 30, 2014. As of September 30, 2014 and 2013, Plan assets available for benefits that had not been credited to participant accounts, including unallocated forfeitures, amounted to \$99,860 and \$190,512, respectively.

(d) Vesting

Employee, Company matching, Company SCA and rollover contributions plus or minus actual earnings or losses thereon have full and immediate vesting. Employer discretionary contributions (and earnings or losses thereon) vest after one year of service at 20% and increase in 20% increments until fully vested after five years of service.

Participant accounts become fully vested upon death, disability, attainment of normal retirement age, termination due to lay-off by a participating employer, or upon termination of the Plan. The Company may authorize a percentage of the Company's discretionary contribution to be transferred to the pre-tax account of non-highly compensated participants, and the participants then become immediately vested in those contributions.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(1) Plan Description, Continued

(e) Distribution of Participants' Accounts

The entire vested balance of a participant's account may be distributed at the date of the participant's retirement from the Company, termination from service from the Company, death, or permanent and total disability. Participants still employed are eligible for two distributions of their after-tax and rollover contributions each Plan year and up to 65% of their vested portion of the Company discretionary contributions once every five years. Participants, including terminated participants, may request a withdrawal of their accounts, excluding their matching contributions, in cases of financial hardship. The normal retirement age, as defined by the Plan, is the later date at which participants reach the age of 65 or have reached five years of service. If a participant terminates employment with the Company before retirement, the participant will receive either a lump sum payment of their vested account balance or if the vested account exceeds \$1,000, the participant may elect any distribution date up to age 70½.

(f) Notes Receivable from Participants

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. A participant may not have more than two loans outstanding unless they are a Sub Plan participant (Sub Plan participants are allowed to have three loans outstanding) and no new loans may be made to a participant at a time when he or she is in default on any payment required to be made on a previous loan. The loans, which are collateralized by the balance in the participant's account, bear interest at prime plus 1%, and the interest rate on loans that were outstanding at September 30, 2014 ranged from 4.25% to 11.50%. Interest rates for new loans are determined on the first business day of each calendar quarter. These rates are effective for all new loans initiated on or after the first business day of the following quarter, and will remain in effect until a new rate is established. Principal and interest are paid ratably through scheduled payroll deductions. Participant loans are measured at their unpaid principal balance plus accrued but unpaid interest. All loans are repaid within a period of five years and outstanding loans at September 30, 2014 have maturity dates ranging from October 2014 through October 2019. Defaulted participant loans are reclassified as distributions based upon the terms of the Plan agreement.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies

(a) *Basis of Accounting*

The accompanying financial statements are prepared under the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America.

(b) *Use of Estimates*

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

(c) *Investment Valuation and Income Recognition*

The Plan's mutual funds, Stable Value Fund and funds held in the Self-Directed Brokerage Account are stated at fair value as determined by Prudential Insurance Company of America (the "Custodian"), and are based on the net asset value of units held by the Plan at year-end. The shares of Cubic Corporation common stock are valued at quoted market prices at year-end, as reported by the Custodian.

Investment contracts held in the Guaranteed Interest Account are valued at fair value, which represents contributions, reinvested income, less any withdrawals, plus accrued interest. Fair value represents the estimated proceeds that would have been paid had the contract been discontinued as of September 30, 2014. The fair value is derived by multiplying the contractual Market Value Adjustment ("MVA") by the contract value and taking into account all reasonably available information and assumptions about risks that a market participant would use. The MVA formula approximates the change in market value of a bond given a change in the rate environment and is equal to the average rate being credited under the contract minus the rate credited to new deposits for plans with similar features multiplied by a duration of time estimate. When establishing interest crediting rates for this investment, the Custodian considers many factors, including external factors such as current economic and market conditions, the general interest rate environment and internal factors such as the expected and actual experience of a reference portfolio within the issuer's general account. While these rates are established without the use of a specific formula, the crediting rate can never be less than 3.00%, thus mitigating significant changes in fair value measurement. Fair value is adjusted to contract value in the financial statements. The investment contracts are fully benefit responsive because participants may direct withdrawals and transfers at contract value.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(c) *Investment Valuation and Income Recognition, continued*

The average yield on such contracts was 3.00% for 2014 and 2013, which approximated market rates. The crediting interest rates are reviewed quarterly but cannot be less than 3.00%, and were 3.00% for 2014 and 2013. Since the crediting interest rate cannot be less than 3.00%, there is not a significant increase in implied liquidity risk yields or performance, thus an adjustment for risk is not necessary. Fair value calculations would only be applied in the event of a Plan Sponsor initiated withdrawal. The formula used for determination of fair value is adequate in determining what the price of a bond with cash flows similar to the Guaranteed Interest Account payout would be and therefore calculates the fair value in a similar manner to other stable value funds holding pooled securities in a trust. Management believes the fair value calculation is reasonable based on other comparable evaluation methods. The contract value of the Guaranteed Interest Account at September 30, 2014 and 2013 was \$78,613,421 and \$75,162,707, respectively.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. Participants may not transfer between the Guaranteed Interest Account and the Stable Value Fund without first investing in another investment option of the Plan for a period of 90 days. The Guaranteed Interest Account's contract does not permit the Custodian to terminate the agreement prior to the scheduled maturity date.

Investment contracts held in the Stable Value Fund are valued at fair value, which represents contributions, reinvested income, less any withdrawals, plus accrued interest. The Stable Value Fund invests in investment contracts, traditional guaranteed investment contracts ("GICs") and security-backed contracts issued by insurance companies and other financial institutions. The fair value of the units of this investment is based on the fair value of the underlying investments, and a net asset value can be calculated for this fund as audited financial statements are available. The fair value of a GIC is based on the present value of future cash flows using the current discount rate. The fair value of a security-backed contract includes the value of the underlying securities and the value of the wrapper contract. The fair value of a wrapper contract provided by a security-backed contract issuer is the present value of the difference between the current wrapper fee and the contracted wrapper fee. Fair value is adjusted to contract value on the financial statements. The investment contracts are fully benefit responsive because participants may direct withdrawals and transfers at contract value. The average yields on such contracts were 1.23% and 1.55% for 2014 and 2013, respectively, which approximated market rates. The contract value of the Stable Value Fund at September 30, 2014 and 2013 was \$23,886,976 and \$25,877,852, respectively. The Stable Value Fund's contract does not permit the Custodian to terminate the agreement prior to the scheduled maturity date.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(c) Investment Valuation and Income Recognition, continued

Interest income is recognized when earned. Dividend income is recorded on the ex-dividend date. Realized gains and losses on investments are recognized upon the sale of the related investments and unrealized appreciation or depreciation is recognized at period end when the carrying values of the related investments are adjusted to their estimated fair market value. Purchases and sales of securities are reflected on a trade-date basis.

Earnings on investments are allocated on a pro rata basis to individual participant accounts based on the type of investment and the ratio of each participant's individual account balance to the aggregate of participant account balances. The portion of interest included in each loan payment made by a participant is recognized as interest income in the participant's individual account.

(d) Net Change in Fair Value of Investments

The Plan presents in the statement of changes in net assets available for benefits the net change in the fair value of its investments, which consists of the realized gains and losses and the net unrealized gain (loss) on those investments.

(e) Fair Value Measurements

The valuation techniques required to determine fair value are based upon observable and unobservable inputs. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect internal market assumptions. The two types of inputs create the following fair value hierarchy:

Level 1 – Valuation is based upon unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 – Valuation is based upon other significant observable inputs (including quoted prices for similar assets or liabilities in active markets, identical or similar assets or liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability, etc.).

Level 3 – Valuation is based upon significant unobservable inputs. These inputs reflect the reporting entity's own assumptions about how market participants would price the asset or liability, including assumptions about risk in determining the fair value of the asset or liability.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(e) Fair Value Measurements, continued

The inputs or methodology used by valuing securities are not necessarily an indication of risk associated with investing in those securities.

The following is a description of the valuation methodologies used for investments measured at fair value. There have been no changes in the methodologies used at September 30, 2014 and 2013. Mutual funds, funds held in the Self-Directed Brokerage Account and Cubic Corporation common stock are valued at quoted prices for identical assets in active markets. The Guaranteed Interest Account and the Stable Value Fund are measured using the market approach. The market approach uses prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following is a summary of investments classified in accordance with the fair value hierarchy:

	Investments at Fair Value as of September 30, 2014			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Domestic equity funds	\$ 168,044,593	\$ -	\$ -	\$ 168,044,593
Domestic bond funds	29,717,357	-	-	29,717,357
International equity funds	41,477,427	-	-	41,477,427
Hybrid funds	35,065,187	-	-	35,065,187
Money market funds	13,003,694	-	-	13,003,694
International bond funds	3,508,120	-	-	3,508,120
Real estate funds	694,081	-	-	694,081
Total mutual funds	291,510,459	-	-	291,510,459
Cubic Corporation common stock	3,734,505	-	-	3,734,505
Guaranteed interest account	-	-	78,613,421	78,613,421
Stable value fund	-	24,173,620	-	24,173,620
Self-directed brokerage account	1,512,105	-	-	1,512,105
Total investments at fair value	\$ 296,757,069	\$ 24,173,620	\$ 78,613,421	\$ 399,544,110

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(e) Fair Value Measurements, continued

	Investments at Fair Value as of September 30, 2013			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Domestic equity funds	\$ 145,659,491	\$ -	\$ -	\$ 145,659,491
Domestic bond funds	30,699,208	-	-	30,699,208
International equity funds	37,356,530	-	-	37,356,530
Hybrid funds	29,789,514	-	-	29,789,514
Money market funds	13,834,505	-	-	13,834,505
International bond funds	3,399,880	-	-	3,399,880
Real Estate Funds	-	-	-	-
Total mutual funds	260,739,128	-	-	260,739,128
Cubic Corporation common stock	4,320,624	-	-	4,320,624
Guaranteed interest account	-	-	75,162,707	75,162,707
Stable value fund	-	26,162,508	-	26,162,508
Self-directed brokerage account	631,832	-	-	631,832
Total investments at fair value	\$ 265,691,584	\$ 26,162,508	\$ 75,162,707	\$ 367,016,799

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 investment for the year ended September 30, 2014.

Level 3 Investment as of September 30, 2014

	Guaranteed Interest Account
Balance, beginning of year	\$ 75,162,707
Interest on guaranteed interest account	2,317,022
Interest income on notes receivable from participants	39,934
Purchases	3,463,244
Sales	(2,369,486)
Balance, end of year	\$ 78,613,421

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(e) Fair Value Measurements, continued

The following table represents quantitative information about the significant unobservable inputs used in the fair value measurement of the Plan's Level 3 investment. The crediting interest rate cannot be less than 3.00%, thus an adjustment for risk is not necessary.

Quantitative Information about Significant Inputs Used in Level 3 Fair Value Measurements

Instrument	Contract Value	Fair Value	Principal Valuation Technique	Unobservable Inputs	Significant Input Values	Weighted Average
Guaranteed Interest Account (Evergreen Group Annuity)	\$ 78,613,421	\$ 78,613,421	Market Value Adjustment (Market Approach)	Average Crediting Rate New Deposits Crediting Rate	3.00% 3.00%	No

The following table summarizes investments measured at fair value based on net asset value (NAV) per share as of September 30, 2014 and 2013, respectively.

Fair Value of Investments in Entities that Calculate Net Asset Value per Share (or its Equivalent)

September 30, 2014	Contract Value	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Stable Value Fund	\$ 23,886,976	\$ 24,173,620	n/a	Daily	* 12 months

September 30, 2013	Contract Value	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Stable Value Fund	\$ 25,877,852	\$ 26,162,508	n/a	Daily	* 12 months

* The 12 month redemption period and fair value calculation would only apply to a Plan Sponsor initiated withdrawal. The daily NAV reflects contract value and is fully benefit-responsive.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(2) Summary of Significant Accounting Policies, Continued

(f) Risks and Uncertainties

The Plan provides for various investment options in a Guaranteed Interest Account, mutual funds, a Stable Value Fund, Cubic Corporation common stock and a Self-Directed Brokerage Account option. These investment securities are exposed to various risks, such as interest rate, market, and credit. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the values of the investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term, and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statement of changes in net assets available for benefits.

(g) Concentration of Credit Risk

All of the Plan's investments are financial instruments which potentially subject the Plan to concentrations of credit risk. Management believes that the Custodian maintains the Plan's investments with high credit quality institutions and attempts to limit the credit exposure to any particular investment.

(h) Payments of Benefits

Benefits payments are recorded when paid.

(i) Administrative Expenses

The Company provides certain administrative and accounting services to the Plan at no cost. Most administrative expenses are paid directly by the Plan and include audit fees and certain legal fees. Administrative expenses incurred by the Plan include loan and Self-Directed Brokerage Account fees charged directly to the participants' accounts and investment management fees which are netted against investment returns.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(3) Investments

The following presents investments, at fair value, that represent 5% or more of the Plan's net assets available for benefits as of September 30:

	2014	2013
Prudential Guaranteed Interest Account	\$ 78,613,421	\$ 75,162,707
American Euro Pac Gr R5	\$ 41,477,427	\$ 37,356,530
Vanguard Wellington Admiral	\$ 35,065,187	\$ 29,789,514
Jennison Growth Fund Z	\$ 29,289,813	\$ 26,445,432
Davis New York Venture Fund Y	\$ 27,571,962	\$ 25,543,010
Prudential Stable Value Fund	\$ 24,173,620	\$ 26,162,508
PIMCO Total Return Institutional Fund	\$ 21,729,367	\$ 22,097,925

The Plan's investments increased in value by \$27,272,754 due to gains and losses during the year ended September 30, 2014 as follows:

Mutual funds	\$ 27,506,720
Stable value fund	302,426
Self-directed brokerage account	21,160
Cubic Corporation common stock	(557,552)
	<u>\$ 27,272,754</u>

(4) Tax Status

The Plan received a favorable tax determination letter from the IRS dated May 4, 2004, which states that the Plan qualifies under the applicable provisions of the Internal Revenue Code and that it is therefore exempt from federal income taxes. The Plan was amended since receiving this determination letter and received a favorable tax determination letter dated June 4, 2012. In the opinion of the Company, the Plan continues to meet the Internal Revenue Code requirements and is currently operating such that its exempt status has been maintained. Accordingly, no provision for income taxes has been included in the accompanying financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability if the plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2014.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(5) Plan Termination and Amendment

Although the Company has not expressed any intent to do so, the Company has the right, under the Plan agreement, to amend any or all provisions of the Plan as well as discontinue contributions and terminate the Plan at any time subject to the provisions of ERISA. In the event of Plan termination, participants will become vested 100% in their accounts, and the net assets of the Plan must be allocated among the participants and beneficiaries of the Plan in the order provided for by ERISA.

(6) Parties-In-Interest

Section 3(14) of ERISA defines a party-in-interest to include, among others, fiduciaries or employees of the Plan, any person who provides services to the Plan, or an employer whose employees are covered by the Plan. Certain Plan investments are managed by Prudential Insurance Company of America. The Jennison Dryden Funds are owned by the Prudential Insurance Company of America. Prudential Insurance Company of America is the Custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Wells Fargo manages the Prudential Stable Value Fund and, therefore, these transactions qualify as party-in-interest transactions also. Six Board of Trustees members are currently participants in the Plan and an officer of the Company serves as the trustee and plan administrator of the Plan. In addition, Plan investments include investments in the Company's common stock; therefore, these transactions also qualify as party-in-interest transactions. The Plan purchased and sold 7,760 and 8,452 shares, respectively, of the Company's common stock during the year ended September 30, 2014.

(7) Form 5500

There were no differences between the accompanying financial statements as of September 30, 2014 and 2013 and the financial information reported on the Form 5500.

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Notes to Financial Statements

September 30, 2014

(8) Subsequent Events

(a) DTECH Labs, Inc.

The Company acquired DTECH Labs, Inc. on December 16, 2014 and as part of this acquisition, management anticipates that the Plan will receive assets from the DTECH Labs, Inc. 401(k) Plan. The Plan is expected to be amended for the trustee to trustee asset merger scheduled to occur in 2015.

(b) Safe Harbor Matching Contribution

Effective October 1, 2014, the Plan was amended to use the safe harbor method of Section 401(k) (12) of the Code by providing a safe harbor matching contribution of a dollar-for-dollar of the first 4% of an employee's 401(k) salary deferrals. Each participant is immediately fully vested in their safe harbor matching contributions. The plan was also amended to provide an additional discretionary contribution with immediate vesting for the benefit of Sub Plan participants effective October 1, 2014.

(c) CWTS Asset Transfer

Effective October 1, 2014, the Plan was amended to reflect that CWTS, a company with collectively bargained employees, ceased to be a participating employer in the Plan and became a participating employer in the Cubic Applications, Inc. 401(k) Retirement Plan ("CAI Plan"). This change resulted in CWTS assets, totaling \$39,415,617, transferring to the CAI Plan.

SUPPLEMENTAL SCHEDULE

CUBIC CORPORATION EMPLOYEES' PROFIT SHARING PLAN

Schedule H, line 4i – Schedule of Assets (Held at End of Year)

September 30, 2014

EIN #95-1678055
Plan #001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, Rate of interest, collateral, par, or maturity value	(d) Cost**	(e) Current value
*	The Prudential Insurance Company of America	Guaranteed Interest Fund Prudential Guaranteed Interest Account	\$ -	\$ 78,613,421
	American Funds	Mutual fund		
		American Euro Pac Gr R5	-	41,477,427
	Vanguard Funds	Mutual fund		
		Vanguard Wellington Admiral	-	35,065,187
*	Jennison Funds	Mutual fund		
		Jennison Growth Fund Z	-	29,289,813
	Davis Funds	Mutual fund		
		Davis New York Venture Fund Y	-	27,571,962
*	Well Fargo Bank Minnesota, N.A.	Common Collective Trust		
		Prudential Stable Value Fund	-	23,886,976
	PIMCO Funds	Mutual fund		
		PIMCO Total Return Institutional Fund	-	21,729,367
	Vanguard Funds	Mutual fund		
		Vanguard Growth Index Signal	-	19,488,680
	American Beacon	Mutual fund		
		American Beacon Large Cap Value Fund	-	17,663,946
	T. Rowe Price	Mutual fund		
		T. Rowe Price Mid Cap Growth	-	14,489,013
	Vanguard Funds	Mutual fund		
		Vanguard Institutional Index	-	13,878,779
	Goldman Sachs	Mutual fund		
		Goldman Sachs Mid Cap Institutional Fund	-	13,204,349
*	The Prudential Insurance Company of America	Mutual fund		
		Money Market Assets Fund Z	-	13,003,694
	Thornburg Investments	Mutual fund		
		Thornburg Core Growth Fund I	-	8,931,364
	Vanguard Funds	Mutual fund		
		Vanguard Small Cap Index	-	7,620,336
	Vanguard Funds	Mutual fund		
		Vanguard Mid Cap Index Fund	-	7,333,069
	American Century Investments	Mutual fund		
		American Century Government Fund	-	6,086,694
	Vanguard Funds	Mutual fund		
		Vanguard Value Index	-	3,797,563
*	Cubic Corporation	Equity Securities		
		Cubic Corporation Common Stock	-	3,734,505
	Templeton Funds	Mutual fund		
		Templeton Global Bond	-	3,508,120
	Royce Funds	Mutual fund		
		Royce Value Plus Fund I	-	2,817,718
	Royce Funds	Mutual fund		
		Royce Total Return Fund	-	1,908,348
	Vanguard Funds	Mutual fund		
		Vanguard Inflation Protection Securities	-	1,901,296
	Self-Directed Brokerage Account	Mutual funds		
		Self-Directed Brokerage Account	-	1,512,105
	Vanguard Funds	Mutual funds		
		Vanguard REIT Index Fund	-	694,080
	ClearBridge Funds	Mutual funds		
		Clearbridge Sm Cap Growth Fund	-	49,653
*	Notes Receivable from Participants	Various maturities (Interest rates from 4.25% - 11.50%)	-	6,373,250
			\$ -	\$ 405,630,715