MERCURY COMPUTER SYSTEMS INC Form 8-K September 18, 2008

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): September 12, 2008

Mercury Computer Systems, Inc.

(Exact Name of Registrant as Specified in Charter)

Massachusetts (State or Other Jurisdiction 000-23599 (Commission File Number) 04-2741391 (IRS Employer

of Incorporation)

Identification No.)

199 Riverneck Road, Chelmsford, Massachusetts
(Address of Principal Executive Offices)

Registrant s telephone number, including area code: (978) 256-1300

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any o
the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- " Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- " Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(a), (c), (d), and (e): Not applicable.

(b): On September 12, 2008, Dr. Gordon B. Baty and Sherman N. Mullin, directors of Mercury Computer Systems, Inc. (the Company), indicated their intentions to retire from the Company $\,$ s Board of Directors and not to stand for re-election as directors at the Company $\,$ s 2008 annual meeting of shareholders, expected to be held in November 2008.

A copy of the press release announcing Dr. Baty s and Mr. Mullin s decisions to retire and not to stand for re-election is attached hereto as Exhibit 99.1 and incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description

99.1 Press Release issued by Mercury Computer Systems, Inc. on September 18, 2008.

SIGNATURES

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

Dated: September 18, 2008 MERCURY COMPUTER SYSTEMS, INC.

By: /s/ Alex A. Van Adzin Alex A. Van Adzin Vice President, General Counsel,

and Corporation Secretary

EXHIBIT INDEX

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99.1 Press Release issued by Mercury Computer Systems, Inc. on September 18, 2008.