AMERICAN SCIENCE & ENGINEERING INC Form 8-K October 04, 2005

U.S. SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

Current Report Pursuant

to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) October 3, 2005

AMERICAN SCIENCE AND ENGINEERING, INC.

(Exact Name Of Registrant As Specified In Its Charter)

MASSACH	USETTS		
(State or Other Jurisdiction of Incorporation)			
1-6549	04-2240991		
(Commission File Number)	(I.R.S. Employer Identification No.)		
OAO MIDDI EGEN TUDNINGE DU L'EDIGA MAGGA GINIGETTE	G 01021		
829 MIDDLESEX TURNPIKE, BILLERICA, MASSACHUSETTS	S 01821		
(Address of Principal Executive Offices)	(Zip Code)		

(978) 262-8700

(Registrant s Telephone Number, Including Area Code)

N/A

(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 of the following provisions:

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

ITEM 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

On October 3, 2005, American Science and Engineering, Inc. announced that the Company entered into a material definitive agreement. A copy of the Press Release issued on October 3, 2005 regarding the agreement is filed as Exhibit Number 99.1

ITEM 9.01 EXHIBITS.

Exhibit

Number Description

99.1 Press Release dated October 3, 2005.

2

SIGNATURE	

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.

Date: October 4, 2005 AMERICAN SCIENCE AND ENGINEERING, INC.

By: /s/ Anthony R. Fabiano Anthony R. Fabiano President and Chief Executive Officer

3

EXHIBIT INDEX

Exhibit No. Description

99.1 Press Release of the Company dated October 3, 2005 regarding a material definitive agreement.

4