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ECC INTERNATIONAL CORP  
Form SC 14D9  
August 21, 2003

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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SCHEDULE 14D-9

SOLICITATION/RECOMMENDATION STATEMENT  
UNDER  
SECTION 14(d) (4) OF THE SECURITIES EXCHANGE ACT OF 1934

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ECC INTERNATIONAL CORPORATION  
(Name of Subject Company)

ECC INTERNATIONAL CORPORATION  
(Name of Person Filing Statement)

COMMON STOCK, \$.10 PAR VALUE PER SHARE  
(Title of Class of Securities)

268255106

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(CUSIP Number of Class of Securities)

ROBERT L. COLLINS  
CHIEF EXECUTIVE OFFICER  
ECC INTERNATIONAL CORPORATION  
2001 WEST OAK RIDGE ROAD  
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(Name, address, and telephone number of person authorized to receive  
notices and communications on behalf of the person filing statement)

with a copy to:  
STEVEN WOLOSKY  
OLSHAN GRUNDMAN FROME ROSENZWEIG & WOLOSKY, LLP  
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