

CSP INC /MA/  
Form 8-K  
February 28, 2012

UNITED STATES  
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): February 23, 2012

CSP Inc.

(Exact Name of Registrant as Specified in its Charter)

Massachusetts

000-10843

04-2441294

(State or Other Jurisdiction of  
Incorporation)

(Commission File Number)

(IRS Employer  
Identification Number)

43 Manning Road  
Billerica, Massachusetts 01821

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(978) 663-7598**

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 of 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 8.01. Other Events

**The Board of Directors approved a mandatory retirement policy for our Directors. Directors must submit their resignation effective on the day before the annual meeting following their 75th birthday.**

**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 hereunto duly authorized.

CSP Inc.

By:  /s/ Gary W. Levine

Name: Gary W. Levine

Title: Secretary

Dated: February 28, 2012

Soliciting Material under Rule 14a-12

CSX Corporation

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(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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On May 15, 2008, CSX Corporation issued a letter to shareholders and posted an investor presentation on the company's Internet website (<http://2008annualmeeting.csx.com>) in connection with the 2008 annual meeting of shareholders. The letter and the presentation are attached hereto as Exhibits 99.1 and 99.2, respectively. CSX Corporation also issued a press release attached hereto as Exhibit 99.3.

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