

CPI AEROSTRUCTURES INC

Form 8-K

June 13, 2012

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

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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): June 13, 2012

CPI AEROSTRUCTURES, INC.  
(Exact Name of Registrant as Specified in Charter)

New York (State or Other Jurisdiction of Incorporation)	001-11398 (Commission File Number)	11-2520310 (IRS Employer Identification No.)
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91 Heartland Boulevard, Edgewood, New York  
(Address of Principal Executive Offices)

11717  
(Zip Code)

(631) 586-5200  
(Registrant's Telephone Number, Including Area Code)

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.

On June 13, 2012, CPI Aerostructures, Inc. (the “Company”) announced the closing of its previously announced underwritten public offering (the “Offering”) of an aggregate of 1,305,000 shares (the “Shares”) of common stock, par value \$0.001 per share (“Common Stock”), pursuant to an Underwriting Agreement, dated June 8, 2012, by and between the Company, certain selling shareholders and Roth Capital Partners, LLC (“Underwriter”), as representative of the several underwriters. The Shares were sold at a price of \$12.00 per Share. Pursuant to the Underwriting Agreement, the Company sold 1,000,000 shares of common stock and selling shareholders sold an aggregate of 305,000 shares of common stock in the Offering.

The Company’s total net proceeds from the Offering, after payment of the estimated offering expenses, were approximately \$11.2 million. The press release announcing the closing of the Offering is attached hereto as Exhibit 99.1.

Item 9.01.

Financial Statements and Exhibits.

(d) Exhibits:

Exhibit Description

99.1 Press release.

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 hereunto duly authorized.

Dated: June 13, 2012  
CPI AEROSTRUCTURES, INC.

By: /s/ Vincent Palazzolo  
Vincent Palazzolo  
Chief Financial Officer

EXHIBIT INDEX

Exhibit Description

99.1 Press release dated June 13, 2012.

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