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

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT
UNDER THE SECURITIES ACT OF 1933

ESCO TECHNOLOGIES INC.

(Exact name of registrant as specified in its charter)

Missouri
(State or other jurisdiction of incorporation or organization)

43-1554045
(I.R.S. Employer Identification No.)

9900A Clayton Road
St. Louis, Missouri 63124
(Address of principal executive offices, including zip code)

**ESCO TECHNOLOGIES INC.
2013 INCENTIVE COMPENSATION PLAN**
(Full title of the plan)

David M. Schatz
Senior Vice President, General Counsel and Secretary
9900A Clayton Road
St. Louis, Missouri 63124
(314) 213-7200

(Name, address and telephone number, including area code, of agent for services)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12-b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer (do not check if a smaller reporting company)

Smaller reporting company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

EXPLANATORY NOTE

ESCO Technologies Inc. (the "Registrant") is filing this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 to deregister certain securities originally registered by the Registrant pursuant to Registration Statement No. 333-186537 filed with the Securities and Exchange Commission on February 8, 2013.

The securities originally registered consisted of 1,449,107 shares of the Registrant's Common Stock, par value \$0.01 per share, to be offered under the Registrant's 2013 Incentive Compensation Plan (the "Plan").

The Plan and all awards granted thereunder have terminated. Accordingly, the Registrant hereby deregisters the registered securities remaining unsold at the termination of the Plan and the awards thereunder, consisting of 1,027,878 shares of the Registrant's Common Stock.
