INNOVATIVE SOLUTIONS & SUPPORT INC Form 8-K June 28, 2006

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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): June 28, 2006

INNOVATIVE SOLUTIONS AND SUPPORT, INC.

(Exact name of registrant as specified in its charter)

Pennsylvania

(State or other jurisdiction of Incorporation)

0-31157

(Commission File Number)

23-2507402

(I.R.S. Employer Identification No.)

720 Pennsylvania Drive Exton, Pennsylvania 19341

(Address of principal executive offices)

(Zip Code)

(610) 646-9800

(Registrant s telephone number, including area code)

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 7.01 Regulation FD Disclosure

On June 28, 2006, Innovative Solutions & Support, Inc. issued a press release announcing lowered third and fourth quarter revenue estimates and a significant B-737 order for flat panel display systems. Also included were estimated backlog figures for the periods ending June 30, 2006 and September 30, 2006. A copy of that press release is attached as Exhibit 99.1 to this report and incorporated herein by reference.

The information in this report (including Exhibit 99.1) is being furnished pursuant to Item 7.01 and shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act) or otherwise subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act.

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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.

Innovative Solutions & Support, Inc.

Date: June 28, 2006 By: /s/ James J. Reilly James J. Reilly

Chief Financial Officer

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EXHIBIT INDEX

Exhibit No. Description

99.1 Press Release dated June 28, 2006 announcing lowered Q3/Q4 revenue guidance and a significant B-737 order for Flat

Panel Display Systems. Also included were estimated backlog numbers for June 30, 2006 and September 30, 2006.

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