

VERSAR INC
Form 8-K/A
May 15, 2007

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **May 10, 2007**

VERSAR, INC.

(Exact name of Registrant as specified in its charter)

Delaware

(State of Incorporation)

1-9309

(Commission File Number)

54-0852979

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

6850 Versar Center

Springfield, Virginia 22151

(Address of principal executive offices)

(Zip Code)

(703) 750-3000

(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:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- Soliciting material pursuant to Rule 14a-12(b) under the Exchange Act (17 CFR 240.14a-12(b))
 - 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))
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Item 2.02 Results of Operations and Financial Condition

On May 10, 2007, Versar, Inc. issued a press release announcing the Company's results for its third quarter ended March 30, 2007. The press release filed with the Form 8-K of which this is an amendment, did not contain the full text of the press release as issued to the public and the press release issued to the public included an error, incorrectly understating the percentage increase in gross revenue for the first nine months of fiscal year 2007. Attached to this report is the corrected, full-text press release containing the information previously omitted from the version filed with the original Form 8-K and containing the corrected information regarding the increase in gross revenues for the first nine months of fiscal year 2007 of 69% compared to the prior fiscal period.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 Corrected Press Release

2

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.

Dated: May 15, 2007

VERSAR, INC.

By: /s/ James C. Dobbs
James C. Dobbs
Senior Vice President and General Counsel

