

HANCOCK JOHN FINANCIAL SERVICES INC
Form SC 13G/A
February 11, 2003

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)

Innovative Solutions & Support, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

45769N105

(CUSIP Number)

December 31, 2002

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

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The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

PAGE 1 OF 11 PAGES

 CUSIP No. 45769N105 13G Page 2 of 11

 1 NAME OF REPORTING PERSON
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).

 John Hancock Financial Services, Inc.
 I.R.S. No. 04-3483032

 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
 N/A (b)

 3 SEC USE ONLY

 4 CITIZENSHIP OR PLACE OF ORGANIZATION

 Delaware

 Number of 5 SOLE VOTING POWER
 Shares -0-

 Beneficially 6 SHARED VOTING POWER
 Owned by -0-
 Each

 Reporting 7 SOLE DISPOSITIVE POWER
 Person -0-
 With

 8 SHARED DISPOSITIVE POWER

 -0-

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
None, except through its indirect, wholly-owned subsidiary, John Hancock Advisers, LLC

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
See line 9, above.

12 TYPE OF REPORTING PERSON*
HC

*SEE INSTRUCTIONS BEFORE FILLING OUT!
PAGE 2 OF 11 PAGES

CUSIP No. 45769N105

13G

Page 3 of 11

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).
John Hancock Life Insurance Company
I.R.S. No. 04-1414660

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)
N/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Commonwealth of Massachusetts

5 SOLE VOTING POWER
Number of Shares -0-

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Beneficially Owned by Each 6 SHARED VOTING POWER
-0-

Reporting Person With 7 SOLE DISPOSITIVE POWER
-0-

8 SHARED DISPOSITIVE POWER
-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None, except through its indirect, wholly-owned subsidiary, John Hancock Advisers, LLC

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

See line 9, above.

12 TYPE OF REPORTING PERSON*

IC, IA, HC

*SEE INSTRUCTIONS BEFORE FILLING OUT!
PAGE 3 OF 11 PAGES

CUSIP No. 45769N105

13G

Page 4 of 11

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).

John Hancock Subsidiaries, LLC
I.R.S. No. 04-2687223

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

N/A

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| | | |
|---|--------------|--|
| 3 | SEC USE ONLY | |
|---|--------------|--|

| | | |
|---|--------------------------------------|--|
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION | |
| | Delaware | |

| | | | |
|---------------------|---|-------------------|--|
| | 5 | SOLE VOTING POWER | |
| Number of Shares | | -0- | |

| | | | |
|----------------------------------|---|---------------------|--|
| | 6 | SHARED VOTING POWER | |
| Beneficially Owned by Each | | -0- | |

| | | | |
|-----------------------------|---|------------------------|--|
| | 7 | SOLE DISPOSITIVE POWER | |
| Reporting Person With | | -0- | |

| | | | |
|--|---|--------------------------|--|
| | 8 | SHARED DISPOSITIVE POWER | |
| | | -0- | |

| | | |
|---|--|--|
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | |
| | None, except through its indirect, wholly-owned subsidiary, John Hancock Advisers, LLC | |

| | | |
|----|---|--|
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* | |
| | N/A | |

| | | |
|----|---|--|
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | |
| | See line 9, above. | |

| | | |
|----|---------------------------|--|
| 12 | TYPE OF REPORTING PERSON* | |
| | HC | |

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PAGE 4 OF 11 PAGES

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CUSIP No. 45769N105

13G

Page 5 of 11

1 NAME OF REPORTING PERSON
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).

 The Berkeley Financial Group, LLC
 I.R.S. No. 04-3145626

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
 N/A (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

 Delaware

| | | |
|---------------------|-----|-------------------|
| Number of Shares | 5 | SOLE VOTING POWER |
| | -0- | |

| | | |
|----------------------------------|-----|---------------------|
| Beneficially Owned by Each | 6 | SHARED VOTING POWER |
| | -0- | |

| | | |
|-----------------------------|-----|------------------------|
| Reporting Person With | 7 | SOLE DISPOSITIVE POWER |
| | -0- | |

| | |
|-----|--------------------------|
| 8 | SHARED DISPOSITIVE POWER |
| -0- | |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

 None, except through its direct, wholly-owned subsidiary, John Hancock Advisers, LLC

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

 N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

 See line 9, above.

12 TYPE OF REPORTING PERSON*

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HC

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PAGE 5 OF 11 PAGES

CUSIP No. 45769N105

13G

Page 6 of 11

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only).

John Hancock Advisers, LLC
I.R.S. No. 04-2441573

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

N/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER
Number of Shares 1,110,930

6 SHARED VOTING POWER
Beneficially Owned by Each -0-

7 SOLE DISPOSITIVE POWER
Reporting Person With 1,110,930

8 SHARED DISPOSITIVE POWER
-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,110,930

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10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
8.7%

12 TYPE OF REPORTING PERSON*
IA

*SEE INSTRUCTIONS BEFORE FILLING OUT!
PAGE 6 OF 11 PAGES

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Sec. 240.13d-7 for other parties for whom copies are to be sent.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)

Item 1(a) Name of Issuer:

Innovative Solutions & Support, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

720 Pennsylvania Drive
Exton, PA 19341

Item 2(a) Name of Person Filing:

This filing is made on behalf of John Hancock Financial Services, Inc. ("JHFS"), JHFS's direct, wholly-owned subsidiary, John Hancock Life Insurance Company ("JHLICO"), JHLICO's direct, wholly-owned subsidiary, John Hancock Subsidiaries, LLC ("JHS"), JHS's direct, wholly-owned subsidiary, The Berkeley Financial Group, LLC ("TBF") and TBF's direct, wholly-owned subsidiary, John Hancock Advisers, LLC ("JHA").

Item 2(b) Address of the Principal Offices:

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The principal business offices of JHFS, JHLICO and JHS are located at John Hancock Place, P.O. Box 111, Boston, MA 02117. The principal business offices of TBFG and JHA are located at 101 Huntington Avenue, Boston, Massachusetts 02199.

Item 2(c) Citizenship:

JHLICO was organized and exists under the laws of the Commonwealth of Massachusetts. JHFS, JHS, TBFG and JHA were organized and exist under the laws of the State of Delaware.

Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:

45769N105

Item 3 If the Statement is being filed pursuant to Rule

13d-1(b), or 13d-2(b), check whether the person filing is a:

JHFS: (g) (X) Parent Holding Company, in accordance with ss.240.13d-1(b)(ii)(G).

JHLICO: (c) (X) Insurance Company as defined in ss.3(a)(19) of the Act.

(e) (X) Investment Adviser registered under ss.203 of the Investment Advisers Act of 1940.

PAGE 7 OF 11 PAGES

(g) (X) Parent Holding Company, in accordance with ss.240.13d-1(b)(ii)(G).

JHS: (g) (X) Parent Holding Company, in accordance with ss.240.13d-1(b)(ii)(G).

TBFG: (g) (X) Parent Holding Company, in accordance with ss.240.13d-1(b)(ii)(G).

JHA: (e) (X) Investment Adviser registered under ss.203 of the Investment Advisers Act of 1940.

Item 4 Ownership:

(a) Amount Beneficially Owned: JHA has direct beneficial ownership of 1,110,930 shares of Common Stock. Through their parent-subsidiary relationship to JHA, JHFS, JHLICO, JHS and TBFG have indirect, beneficial ownership of these same shares.

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(b) Percent of Class: 8.7%

(c) (i) sole power to vote or to direct the vote:
 JHA has sole power to vote or to direct the
 vote of 1,110,930 shares of Common Stock
 under the Advisory Agreements as follows:

| Fund Name ----- | Number of Shares ----- |
|------------------------------------|------------------------------|
| John Hancock Small Cap Equity Fund | 1,100,000 |
| Various Private Accounts | 10,930 |

(ii) shared power to vote or to direct the vote: -0-

(iii) sole power to dispose or to direct the disposition of:
 JHA has sole power to dispose or to direct
 the disposition of 1,110,930 shares of
 Common Stock under the Advisory Agreement
 noted in Item 4(c) (i) above.

(iv) shared power to dispose or to direct the disposition of: -0-

Item 5 Ownership of Five Percent or Less of a Class:

 Not applicable.

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

 See Item 4.

PAGE 8 OF 11 PAGES

Item 7 Identification and Classification of the Subsidiary which Acquired

 the Security Being Reported on by the Parent Holding Company:

 See Items 3 and 4 above.

Item 8 Identification and Classification of Members of the Group:

 Not applicable.

Item 9 Notice of Dissolution of a Group:

 Not applicable.

Item 10 Certification:

 By signing below the undersigned certifies that, to the
 best of its knowledge and belief, the securities referred
 to above were acquired in the ordinary course of business
 and were not acquired for the purpose of and do not have
 the effect of changing or influencing the control of the
 issuer of such securities and were not acquired in
 connection with or as a participant in any transaction

having such purpose or effect.

PAGE 9 OF 11 PAGES

SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

John Hancock Financial Services, Inc.

By: /s/ Antoniette Ricci

Name: Antoniette Ricci
Title: Assistant Secretary

Dated: February 06, 2003

John Hancock Life Insurance Company

By: /s/ Gregory P. Winn

Name: Gregory P. Winn
Title: Vice President & Treasurer

Dated: February 06, 2003

John Hancock Subsidiaries, LLC

By: /s/ Gregory P. Winn

Name: Gregory P. Winn
Title: Treasurer

Dated: February 06, 2003

The Berkeley Financial Group, LLC

By: /s/ Susan S. Newton

Name: Susan S. Newton
Title: Senior Vice President

Dated: February 06, 2003

John Hancock Advisers, LLC

By: /s/ Susan S. Newton

Name: Susan S. Newton
Title: Senior Vice President

Dated: February 06, 2003

PAGE 10 OF 11 PAGES

EXHIBIT A

JOINT FILING AGREEMENT

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John Hancock Financial Services, Inc., John Hancock Life Insurance Company, John Hancock Subsidiaries, LLC, The Berkeley Financial Group, LLC and John Hancock Advisers, LLC agree that the Schedule 13G (Amendment No. 1) to which this Agreement is attached, relating to the Common Stock of Innovative Solutions & Support, Inc. is filed on behalf of each of them.

John Hancock Financial Services, Inc.

By: /s/ Antoniette Ricci

Name: Antoniette Ricci
Title: Assistant Secretary

Dated: February 06, 2003

John Hancock Life Insurance Company

By: /s/ Gregory P. Winn

Name: Gregory P. Winn
Title: Vice President & Treasurer

Dated: February 06, 2003

John Hancock Subsidiaries, LLC

By: /s/ Gregory P. Winn

Name: Gregory P. Winn
Title: Treasurer

Dated: February 06, 2003

The Berkeley Financial Group, LLC

By: /s/ Susan S. Newton

Name: Susan S. Newton
Title: Senior Vice President

Dated: February 06, 2003

John Hancock Advisers, LLC

By: /s/ Susan S. Newton

Name: Susan S. Newton
Title: Senior Vice President

Dated: February 06, 2003

PAGE 11 OF 11 PAGES