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SPECTRUM SCIENCES & SOFTWARE HOLDINGS INC

Form 8-K

July 16, 2004

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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) July 16, 2004

Spectrum Sciences & Software Holdings Corp.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

| | | |
|---------------------------------------------------|-----------------------------|--------------------------------------|
| Delaware ----- | 000-50373 ----- | 80-0025175 ----- |
| (STATE OR OTHER JURISDICTION OF INCORPORATION) | (COMMISSION FILE NUMBER) | (IRS EMPLOYER IDENTIFICATION NO.) |

| | |
|--------------------------------------------------------|----------------|
| 91 Hill Avenue NW, Fort Walton Beach, Florida ----- | 32548 ----- |
| (ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) | (ZIP CODE) |

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE (850) 796-0909

Not Applicable

(FORMER NAME OR FORMER ADDRESS, IF CHANGED SINCE LAST REPORT.)

ITEM 5. OTHER EVENTS.

Spectrum Sciences & Software Holdings Corp. ("Spectrum" or the "Company") issued a press release announcing that the U.S. Air Force has awarded the Company multi-year contracts for the purchase of the Company's products built in support of current Department of Defense needs. A copy of the press release is attached hereto as Exhibit 99.1.

In addition, Spectrum has previously disclosed the existence of an SEC

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informal inquiry into the Company. Some Company actions under review by the SEC may ultimately be determined to have been improper, in which event the Company and its affiliates could be subject to enforcement actions, civil fines and penalties, shareholder damage claims or other consequences, which could have a material adverse effect on the Company. The Company is continuing to cooperate fully with the SEC's informal inquiry.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(c) Exhibits

99.1 Press Release of the Company dated July 16, 2004, announcing the award of multi-year contracts by the U.S. Air Force.

SIGNATURES

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.

SPECTRUM SCIENCES & SOFTWARE HOLDINGS CORP.

Date: July 16, 2004

By: /s/ William H. Ham, Jr.

William H. Ham, Jr.
President