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UNITED STATES  
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): 11/12/2009**

**INFORMATION ANALYSIS INC**

(Exact name of registrant as specified in its charter)

**Commission File Number: 000-22405**

**VA**  
(State or other jurisdiction of  
incorporation)

**54-1167364**  
(IRS Employer  
Identification No.)

**11240 Waples Mill Rd, Ste 201, Fairfax, VA 22030**  
(Address of principal executive offices, including zip code)

**703-383-3000**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

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)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - 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 November 12, 2009, Information Analysis Incorporated issued a press release reporting earnings and other financial results for its third quarter. A copy of this press release, captioned "Information Analysis Inc. Reports Third Quarter Profitable Results", is attached as exhibit 99.1 to this Current Report on Form 8-K (the "8-K"). The information in this 8-K, including the exhibit, shall not be deemed filed for the 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 incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits**

Press Release dated November 12, 2009, captioned:  
"Information Analysis Inc. Reports Third Quarter Profitable Results"

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**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.

INFORMATION ANALYSIS INC

Date: November 16, 2009

By: /s/ Matthew T. Sands

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Matthew T. Sands  
Controller

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**EXHIBIT INDEX**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
EX-99.1	Press Release dated November 12, 2009

**Exhibit 99.1**

For additional information contact:  
 Richard S. DeRose  
 (703) 293-7901

For release: November 12, 2009

**Information Analysis Inc. Reports Third Quarter Profitable Results**

FAIRFAX, VIRGINIA – Information Analysis Inc. (IAIC:OTCBB) today reported results for its third fiscal quarter ended September 30, 2009. Revenues were \$1,988,000, compared to \$1,596,000 reported in the third quarter 2008. The information technology services company reported net income of \$122,000, or \$0.01 per share basic and diluted, compared to a net loss of \$71,000 or \$0.00 per share basic and diluted, in the third quarter 2008.

For the nine months ended September 30, 2009, IAI's revenues were \$4,787,000, compared to revenues of \$5,042,000 for the same period in 2008. The Company reported net income of \$66,000, or \$0.01 per share basic and diluted, compared to a net loss of \$269,000, or (\$0.02) per share basic and diluted, reported for the comparable 2008 period.

"The Company increased revenue and profit in the third quarter in comparison to last year's third quarter. Additionally, as a result of our continuing investment in sales and marketing, we have been awarded a number of new contracts in the past few months worth in excess of 3 million dollars," said Sandor Rosenberg, Chairman and Chief Executive Officer of IAI. "There are still a number of bid opportunities outstanding for new business, which should allow our profitability to continue to grow." "We continue to pursue merger and acquisition opportunities."

**About Information Analysis Incorporated**

Information Analysis Incorporated (www.infoa.com), headquartered in Fairfax, Virginia, is an information technology services company. The Company is a web solution provider and software conversion specialist, modernizing legacy systems and extending their reach to the internet world.

**Additional information for investors**

This release may contain forward-looking statements regarding the Company's business, customer prospects, or other factors that may affect future earnings or financial results. Such statements involve risks and uncertainties which could cause actual results to vary materially from those expressed in the forward-looking statements. Investors should read and understand the risk factors detailed in the Company's 10-K for the fiscal year ended December 31, 2008 and in other filings with the Securities and Exchange Commission.

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**Information Analysis Reports Third Quarter Profitable Results**

November 12, 2009

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**Information Analysis Incorporated**

**Statements of Operations**

<i>(in thousands, except per share data; unaudited)</i>	Three months ended September 30,	
	<u>2009</u>	<u>2008</u>
Revenue:		
Professional fees	\$ 1,302	\$ 1,261
Software sales	686	335
Total revenue	<u>1,988</u>	<u>1,596</u>
Cost of goods sold and services provided:		
Cost of professional fees	751	870
Cost of software sales	580	235
Total cost of sales	<u>1,331</u>	<u>1,105</u>
Gross margin	657	491
Selling general & administrative expense	536	568
Income (loss) from operations	121	(77)
Other income, net	1	6
Income (loss) before income taxes	122	(71)
Provision for income taxes	--	--
Net income (loss)	\$ 122	\$ (71)

## Earnings (loss) per common share:

Basic	\$	0.01	\$	(0.01)
Diluted	\$	0.01	\$	(0.01)

## Shares used in calculating earnings per share:

Basic	11,196,760	11,196,760
Diluted	11,208,403	11,196,760

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**Information Analysis Reports Third Quarter Profitable Results**

November 12, 2009

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**Information Analysis Incorporated**  
**Statements of Operations**

<i>(in thousands, except per share data; unaudited)</i>	Nine months ended September 30,	
	<u>2009</u>	<u>2008</u>
Revenue:		
Professional fees	\$ 3,601	\$ 4,093
Software sales	1,186	949
Total revenue	<u>4,787</u>	<u>5,042</u>
Cost of goods sold and services provided:		
Cost of professional fees	2,295	3,027
Cost of software sales	931	681
Total cost of sales	<u>3,226</u>	<u>3,708</u>
Gross margin	1,561	1,334
Selling general & administrative expense	1,503	1,618
Income (loss) from operations	58	(284)
Other income, net	8	15
Income (loss) before income taxes	66	(269)
Provision for income taxes	--	--
Net income (loss)	\$ <u>66</u>	\$ <u>(269)</u>
Earnings (loss) per common share:		
Basic	\$ 0.01	\$ (0.02)
Diluted	\$ 0.01	\$ (0.02)
Shares used in calculating earnings per share:		
Basic	11,196,760	11,196,760
Diluted	11,207,820	11,196,760

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**Information Analysis Incorporated**  
**Balance Sheets**

<i>(in thousands; unaudited)</i>	As of <u>September 30, 2009</u>	As of <u>December 31, 2008</u>
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 942	\$ 1,549
Accounts receivable, net	1,605	1,122
Prepaid expenses	193	470
Other assets	1	1
	2,741	3,142
Total current assets		
Fixed assets, net	42	56
Other assets	6	6
	2,789	3,204
Total assets	\$	\$
<b>LIABILITIES &amp; STOCKHOLDERS' EQUITY</b>		
Current liabilities:		
Accounts payable	\$ 465	\$ 802
Accrued payroll and related liabilities	268	214
Other accrued liabilities	235	31
Deferred revenues	200	603
Income taxes payable	--	2
	1,168	1,652
Total liabilities		
Common stock, par value \$0.01, 30,000,000 shares authorized; 12,839,376 shares issued, 11,196,760 outstanding		
	128	128
Additional paid in capital	14,553	14,550
Accumulated deficit	(12,130)	(12,196)
Less treasury stock; 1,642,616 shares at cost	(930)	(930)
	1,621	1,552
Total stockholders' equity		
Total liabilities and stockholders' equity	\$ 2,789	\$ 3,204

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