

INNOVO GROUP INC  
Form 8-K  
February 28, 2005

**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): **February 28, 2005 (February 28, 2005)**

**Innovo Group Inc.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**0-18926**  
(Commission File Number)

**11-2928178**  
(IRS Employer Identification No.)

**5804 East Slauson Avenue, Commerce, California**  
(Address of Principal Executive Offices)

**90040**  
(Zip Code)

**(323) 725-5516**

(Registrant's Telephone Number, Including Area Code)

N/A

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(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 (*see* General Instruction A.2. below):

- 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))
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**ITEM 2.02 Results of Operations and Financial Condition**

On February 28, 2005, the Registrant issued the press release attached hereto as Exhibit 99 and incorporated herein by reference regarding its financial statements presented in its Annual Report on Form 10-K for the fiscal year ended November 27, 2004 filed with the Securities and Exchange Commission on February 25, 2005.

The information, including the exhibits attached hereto, in this Current Report is being furnished and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, except as otherwise expressly stated in such filing.

**ITEM 9.01 Financial Statements and Exhibits**

(c) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99	Press Release dated February 28, 2005

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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 thereunto duly authorized.

**INNOVO GROUP INC.**  
(Registrant)

Date: February 28, 2005

By: */s/ Samuel J. Furrow, Jr.*  
Samuel J. Furrow, Jr.  
Chief Executive Officer and Director  
(Principal Executive Officer)

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**Exhibit Index**

<b>Exhibit Number</b>	<b>Description</b>
99	Press Release dated February 28, 2005

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