

HARVARD BIOSCIENCE INC  
Form 8-K  
March 14, 2013

**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) March 9, 2013

**HARVARD BIOSCIENCE, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**001-33957**  
(Commission

File Number)

**04-3306140**  
(IRS Employer

Identification No.)

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**84 October Hill Road, Holliston, MA**  
(Address of principal executive offices)

**01746**  
(Zip Code)

**Registrant's telephone number, including area code: (508) 893-8999**

(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))

**Item 5.05. Amendments to the Registrant's Code of Ethics, or Waiver of a Provision of the Code of Ethics.**

In connection with its regular review of Harvard Bioscience, Inc.'s (the Corporation) corporate governance policies, the Board of Directors of the Corporation approved amendments to the Corporation's Code of Business Conduct and Ethics (the Code), effective March 9, 2013, which applies to all directors, officers, and employees of the Corporation. Besides effecting non-substantive amendments to the prior Code, the new Code updates the Corporation's policies on anti-bribery and anti-corruption law compliance, protection and use of the Corporation's assets, and quality of public disclosures.

This description is a summary only and is qualified in its entirety by reference to the full text of the Code, which is filed herewith as Exhibit 14.1 and is incorporated herein by reference. The Code has been posted on the Corporation's website at [www.harvardbioscience.com](http://www.harvardbioscience.com).

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

**Exhibit**

**Number Title**

14.1 Harvard Bioscience, Inc. Amended and Restated Code of Business Conduct and Ethics

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**HARVARD BIOSCIENCE, INC.**  
(Registrant)

**March 14, 2013**  
(Date)

*/s/* **THOMAS MCNAUGHTON**  
Thomas McNaughton  
*Chief Financial Officer & Principal Accounting Officer*