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) August 8, 2012

HARVARD BIOSCIENCE, INC.

(Exact name of registrant as specified in its charter)

Delaware	**001-33957**	**04-3306140**
(State or other jurisdiction of incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**

84 October Hill Road, **Holliston, MA**	**01746**
(Address of principal executive offices)	**(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 7.01 Regulation FD Disclosure.

Harvard Bioscience, Inc. (the "Company") has updated its presentation materials as of August 8, 2012. The slides from this presentation are attached hereto as Exhibit 99.1 and are incorporated herein by reference. The attached materials have also been posted on the Company's website at http://www.harvardbioscience.com/events.cfm. The presentation materials speak as of the date of this Current Report on Form 8-K. While the Company may elect to update the presentation materials in the future or reflect events and circumstances occurring or existing after the date of this Current Report on Form 8-K, the Company specifically disclaims any obligation to do so. This report should not be deemed an admission as to materiality of any information contained in the presentation.

Item 8.01 Other Events.

The information reported above in Item 7.01 is incorporated herein.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Title
99.1	Presentation Materials.

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)

August 8, 2012
(Date)

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

Exhibit 99.1

HARVARD BIOSCIENCE

Tools to Advance Life Science Research and Regenerative Medicine

NASDAQ HBIO

August 2012

Safe Harbor Statement

This presentation contains forward-looking statements within the meaning of the federal securities laws. You can identify these statements by our use of such words as “will,” “guidance,” “objectives,” “optimistic,” “future,” “expects,” “plans,” “estimates,” “continue,” “drive,” “strategy,” “potential,” “potentially,” “growth,” “long-term,” “projects,” “projected,” “intends,” “believes,” “goals,” “sees,” “seek,” “develop,” “possible,” “new,” “emerging,” “opportunity,” “pursue” and similar expressions that do not relate to historical matters. Forward-looking statements in this presentation may include, but are not limited to, statements or inferences about the Company’s or management’s beliefs or expectations, the Company’s anticipated future revenues and earnings, the strength of the Company’s market position and business model, the impact of acquisitions or potential acquisitions, the outlook for the life sciences industry and the field of regenerative medicine, opportunities or potential opportunities in the field of regenerative medicine, the Company’s business strategy, the positioning of the Company for growth, the market demand and opportunity for the Company’s current products, or the products it is developing or intends to develop and the Company’s plans, objectives and intentions that are not historical facts.

These statements involve known and unknown risks, uncertainties and other factors that may cause the Company’s actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Factors that may cause the Company’s actual results to differ materially from those in the forward-looking statements include the Company’s failure to identify potential acquisition candidates, successfully integrate acquired businesses or technologies, successfully negotiate favorable pricing and other terms with acquisition candidates to enable potential acquisitions to close, complete consolidations of business functions, expand our distribution channels, expand our product offerings, introduce new products or commercialize new technologies on a timely basis, including in the field of regenerative medicine, unanticipated costs relating to acquisitions, unanticipated costs arising in connection with the Company’s consolidation of business functions and any restructuring initiatives, lack of demand or decreased demand for the Company’s products due to changes in our customers’ needs, success of our efforts with our distributor to promote sales of our microvolume spectrophotometer product and success of our strategies to increase the sales of other products, our ability to obtain regulatory approvals, including FDA approval, for our products including any products in the field of regenerative medicine, the current size or anticipated size of the regenerative medicine market, the existence and size of opportunities in the regenerative medicine market, our financial position, general economic outlook, or other circumstances, overall economic trends, the seasonal nature of purchasing in Europe, economic, political and other risks associated with international revenues and operations, the impact of the current economic and financial crisis, additional costs of complying with recent changes in regulatory rules applicable to public companies, our ability to manage our growth, our ability to retain key personnel, competition from our competitors, technological changes resulting in our products becoming obsolete, future changes to the operations or the activities of our subsidiaries due to manufacturing consolidations, our ability to meet the financial covenants contained in our credit facility, our ability to protect our intellectual property and operate without infringing on others’ intellectual property, potential costs of any lawsuits to protect or enforce our intellectual property, economic and political conditions generally and those affecting pharmaceutical and biotechnology industries, research funding levels from endowments at our university customers, impact of any impairment of our goodwill or intangible assets, our acquisition of Genomic Solutions failing to qualify as a tax-free reorganization for federal tax purposes, our ability to utilize deferred tax assets after the release of our valuation allowances, the amount of earn-out consideration that the Company receives in connection with the disposition of the Company’s Capital Equipment Business segment and factors that may impact the receipt of this consideration, such as the revenues of the businesses disposed of, plus factors described under the heading “Item 1A. Risk Factors” in the Company’s Annual Report on Form 10-K for the fiscal year ended December 31, 2011, filed with the SEC on March 15, 2012 or described in the Company’s other public filings. The Company’s results may also be affected by factors of which the Company is not currently aware. The Company may not update these forward-looking statements, even though its situation may change in the future, unless it has obligations under the federal securities laws to update and disclose material developments related to previously disclosed information. Except as otherwise noted herein, any forward looking statements represent our estimates as of August 2, 2012 and should not be relied upon as representing our estimates as of any other date. The Company may not update these forward-looking statements, even though its situation may change in the future, unless it has obligations under the federal securities laws to update and disclose material developments related to previously disclosed information.

HARVARD BIOSCIENCE

Use Of Non-GAAP Information

In this presentation, we have included non-GAAP financial information including adjusted operating income from continuing operations, adjusted income from continuing operations and adjusted earnings per diluted share from continuing operations. We believe that this non-GAAP financial information provides investors with an enhanced understanding of the underlying operations of the business. For the periods presented, these non-GAAP financial measures of income have excluded certain gains and expenses primarily resulting from business combination accounting or events that we do not believe are related to the underlying operations of the business such as gain from adjustment of acquisition contingencies, expenses from amortization of intangibles related to acquisitions, fair value adjustments of inventory and backlog related to acquisitions, asset write-down expenses, costs related to acquisition initiatives, restructuring expenses (including related inventory write-downs), discontinued operations and stock-based compensation expense. They also exclude the tax effect of reconciling items, reversal of the liability related to the uncertain tax positions and the corresponding accrued interest, utilization of deferred tax assets that had full valuation allowance and in the third quarter of 2010 it included the effect of reversing valuation allowances on certain deferred tax assets. This non-GAAP financial information approximates information used by our management to internally evaluate the operating results of the Company. Tabular reconciliations of our non-GAAP adjusted operating income and adjusted net income per diluted share from continuing operations for the periods presented to the comparable GAAP financial information is included in this presentation in Appendices A and B.

The non-GAAP financial information provided in this presentation should be considered in addition to, not as a substitute for, the financial information provided and presented in accordance with GAAP.

Investment Highlights

- **2011 revenue of $109m and 35c non-GAAP EPS in Core Life Science Research Tools (LSRT) Business:**
  - Profitable, mature steady growth business.
  - $115m-$120m revenue and 39-42c EPS guidance for 2012
  - 17% 14-year average revenue growth
  - 12% 14-year average non-GAAP adjusted EPS growth
- **Regenerative Medicine Device (RMD) Business**
  - Five patients already treated with regenerated tracheal transplants, clinical trial begun
  - Heart, lung, kidney and liver transplant bioreactors in research stage
  - Clinical stem cell injector syringe pump will be submitted for regulatory review this year
  - Investment stage business: 13c EPS investment in 2012. Exploring strategic alternatives for funding this at a higher level
  - We believe this nascent market could potentially grow to hundreds of millions of dollars annually
- **Commitment to Stockholder Value Creation**
  - Management holds 14% of shares and beneficially owns 16% in options
  - $10m stock repurchase completed in 2010 at $3.24 per share

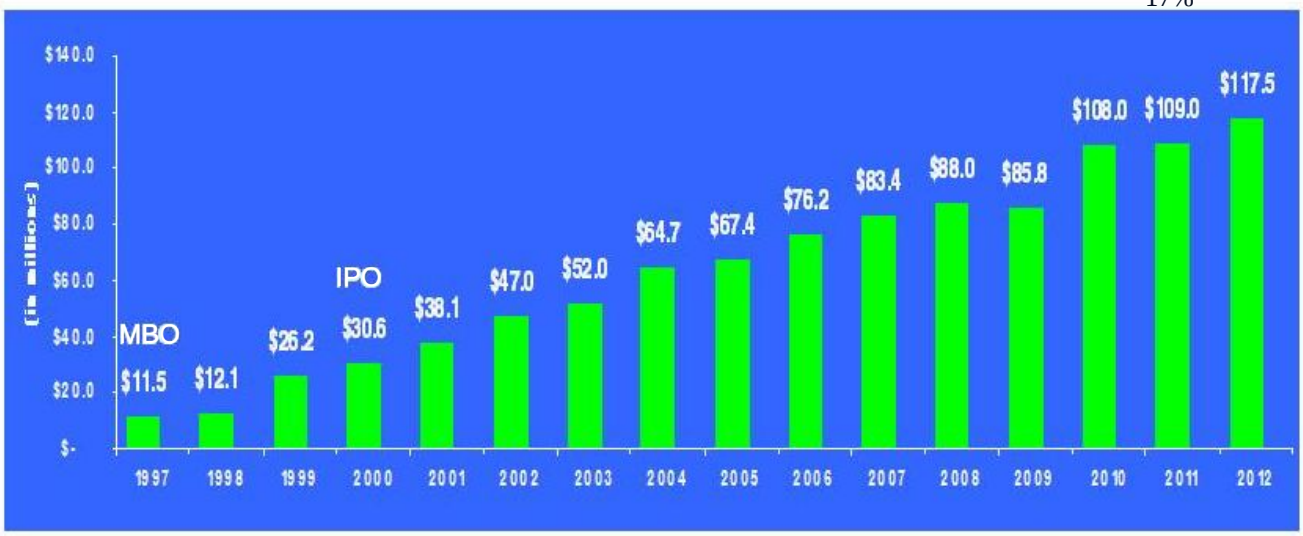
HARVARD BIOSCIENCE

Tools to Advance Life Science Research and Regenerative Medicine

Core LSRT Business – Strong, Consistent Growth

Revenue From Continuing Operations

14 year CAGR 17% *Est.



* The 2012 revenue estimate is the midpoint of our guidance of $115 - $120 million as of August 2, 2012 was calculated using exchange rates (USD 1.55/GBP and USD 1.25/Euro) approximating July 5, 2012 rates, excludes any further acquisitions and assumes a continuation of the business conditions as we see them at this time. Guidance is valid only as of the date of issue and is not being updated to today's date or confirmed.

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Tools to Advance Life Science Research and Regenerative Medicine

Core LSRT Business - Strong EPS Growth

Non-GAAP Adjusted Diluted EPS From Continuing Operations

14 year CAGR 12%

Note: See reconciliation of US GAAP diluted earnings per share to non-GAAP adjusted diluted earnings per share in Appendix A and Appendix B. The 2012 estimate for non-GAAP adjusted diluted EPS from continuing operations is the midpoint of our guidance of $0.39 to $0.42 as of August 2, 2012 and was calculated using exchange rates (USD 1.55/GBP and USD 1.25/Euro) approximating August 2, 2012 rates and excludes further acquisitions and assumes a continuation of the business conditions as we see them at this time. Guidance is valid only as of the date of issue and is not being updated to today's date or confirmed.

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Tools to Advance Life Science Research and Regenerative Medicine

Core LSRT Business Strategy

Our strategy is to have a broad range of relatively inexpensive products that have strong positions in niche markets in life science research:

- **This gives us high operating margins and low volatility**

We grow through a combination of organic growth (driven by adding sales people and launching new products) and tuck-under acquisitions:

- **This has given us growth through booms and busts**

We improve our operations:

- **So we can invest in growth without decreasing margins**

Core Life Science Business Has Two Divisions

	Physiology Division	Molecular Biology Division
	HARVARD APPARATUS	biochrom Hoefer DENVILLE SCIENTIFIC INC.
Business Position:	**Global market leader**	**Major player**
Products:	**Syringe pumps, isolated organ systems, electroporators, behavioral research products**	**Plastic lab consumables, Electrophoresis products, Spectrophotometers**
Market Size:	**Approx. $400m pa**	**Approx. $2.4bn pa**
Average Order:	**Approx. $1,000**	**Approx. $1,000**
Growth Driver for 2012:	**New products, additional sales**	**New products, additional sales people**

The name Harvard is used under a license agreement between Harvard Bioscience and Harvard University

Market sizes and shares are management estimates and have not been independently verified

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Harvard Apparatus Physiology Products

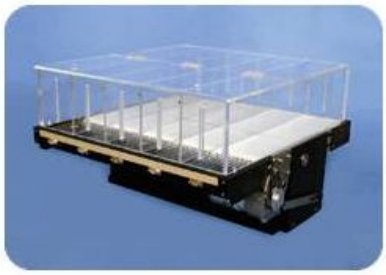
Syringe Pumps
market leader

Animal Ventilators
market leader

Cell & Tissue Incubators
market leader

Electroporation
strong #2 with new technology

Organ Systems
market leader



Neuroscience Research Systems

Market sizes and shares are management estimates and have not been independently verified

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Molecular Biology Products

Denville Pipette Tips

Biochrom Spectrophotometers

Hoefer Electrophoresis

Market sizes and shares are management estimates and have not been independently verified

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Acquisitions

- **Acquisitions are a core part of our growth strategy:**
  - We focus on "tuck-under" acquisitions of product lines that are complementary to our current ones
    - Our "sweet spot" is $3.0-$8.0 million in revenue
    - Typically below the radar of the big companies
    - Typically immediately accretive to non-GAAP adjusted EPS
  - There are usually both revenue and cost synergies
- **We have completed 25 acquisitions in 14 years. Our most recent acquisitions were CMA Microdialysis (July 2011), AHN Biotechnologie (February 2012) and Modular SFC (May 2012).**

Operational Improvement

- **Recent improvements:**
  - Panlab and Coulbourn were restructured in Q1 2012
  - Hoefer's San Francisco, CA facility was relocated in Q4 2011

Base Business EPS Growth Model – 3-5 Year Plan

Organic Growth	**3-7%**
+	
Tuck under Acquisitions	**10-15%**
+	
Operational Improvements	**0-5%**
=	
Total Expected Average EPS Growth	**15-20%**

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Tools to Advance Life Science Research and Regenerative Medicine

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APPARATUS

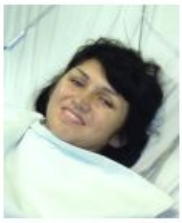
Regenerative Technology for Saving Lives

Clinical Success with Regenerated Tracheas

Ms. Castillo is alive and well at 4 years*

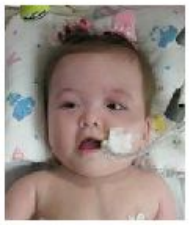
Mr. Beyene is alive and well at 12 months**

Mr. Lyles died of pneumonia at 3.5 months.



Ms. Tuulik is alive and well at 1 month

Mr. Zozula is alive and well at 1 month



Hannah Warren's surgery has been approved by the FDA

If patients continue to do well we will have a cure for tracheal cancer.

* Clinical transplantation of a tissue engineered airway, Macchiarini et al, *The Lancet*, November 19th 2008

** Tracheobronchial transplantation with a stem-cell-seeded bioartificial nanocomposite: a proof-of-concept study. Macchiarini et al., *The Lancet*, November 25th 2011.

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The Patient was “condemned to die”- Dr. Macchiarini

The patient and Prof. Macchiarini before the surgery

CAT scan used to make the scaffold. The 6cm tumor is in green

The scaffold prior to seeding with bone marrow stem cells

Seeding the cells in the InBreath bioreactor

The seeded graft after 2 days of culture

Mr. Beyene after the surgery

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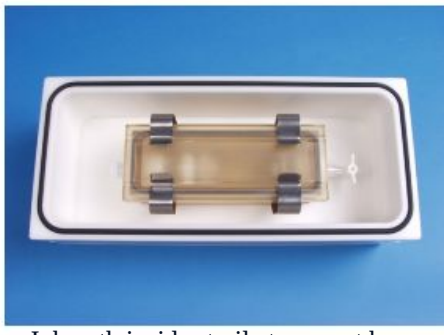
The InBreath Bioreactor System

Inbreath and vented culture lid

Inbreath and sealed sterile transport lid



Inbreath inside sterile transport box

Sterile transport box

Non-sterile thermally insulated outer transport box.

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Tools to Advance Life Science Research and Regenerative Medicine

Regenerative Medicine Strategy

Save lives

- **Target life threatening conditions like tracheal and esophageal cancer, and transplants for heart, lung, liver and kidney. Not low medical value skin, bone or muscle.**
- **Easier to get ethics committee (IRB) and regulatory (Humanitarian Use Device) approval for first-in-man, greatly reducing clinical trial risk and cost.**
- **High medical value and higher cost alternatives (donor organs and cancer therapeutics) create high per procedure revenue potential.**

Medical devices, not cell therapy

- **Easier, less expensive regulatory pathway.**
- **Bioreactors are 510k exempt, injectors are 510k and scaffolds (for tracheal cancer) are orphan device PMA.**

Collaborate with the best

- **Prof. Macchiarini at the Karolinska Institutet is our key clinical collaborator.**
- **Dr. Harald Ott at Massachusetts General Hospital is a key research collaborator.**
- **We have several other research collaborators at leading universities/hospitals.**

Capital efficient

- **Investigator led first-in-man and clinical trials greatly reduces clinical trial cost.**
- **Revenue from 510k approved injectors creates early cash flow.**

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Tools to Advance Life Science Research and Regenerative Medicine

Tracheal Cancer – Possible Pricing Levels

Approaches to pricing organ regeneration products:

1. avoided cost of donor organ procurement **$40-90k**

2. price of cancer therapeutics*

Yervoy for melanoma	**$120k per patient**
Zelboraf for melanoma	**$56k per treatment**
Adcetris for lymphoma	**$120k per patient**

Hence, a price in the $50k per procedure range would likely be attractive to payors and sustainable in the long term

* These treatments typically extend life by several months. While we do not yet have statistically robust data, Mr. Beyene is alive and well at 13 months post surgery and Mr. Lyles died at 3.5 months post surgery. Ms. Castillo is alive and well at over 4 years post surgery but she was treated for an occlusion in her left main bronchus, not tracheal cancer. The two Russian patients had tracheal trauma and are alive and well at 1 month.

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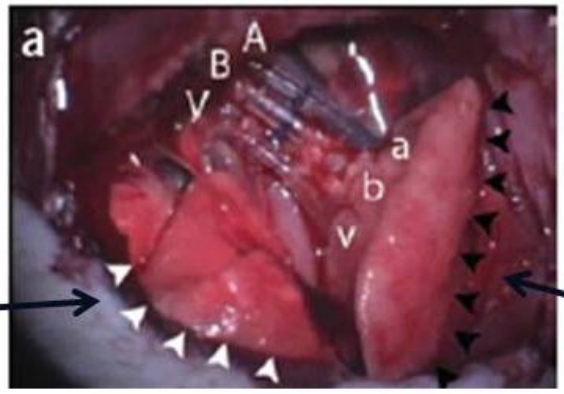
Pre-clinical Success with Regenerated Lungs



Natural lung → ← Regenerated lung

The lungs were regenerated in a Harvard Apparatus LB2 lung bioreactor. The work was done at Massachusetts General Hospital in collaboration with Dr. Harald Ott*.

The regenerated transplanted lungs showed near normal lung function, exchanging carbon dioxide and oxygen and showing near normal pressure/volume loops. The rats lived for 14 days off the ventilator before they were sacrificed for research.

* Regeneration and orthotopic transplantation of a bioartificial lung. Ott et al, *Nature Medicine*, July13th 2010

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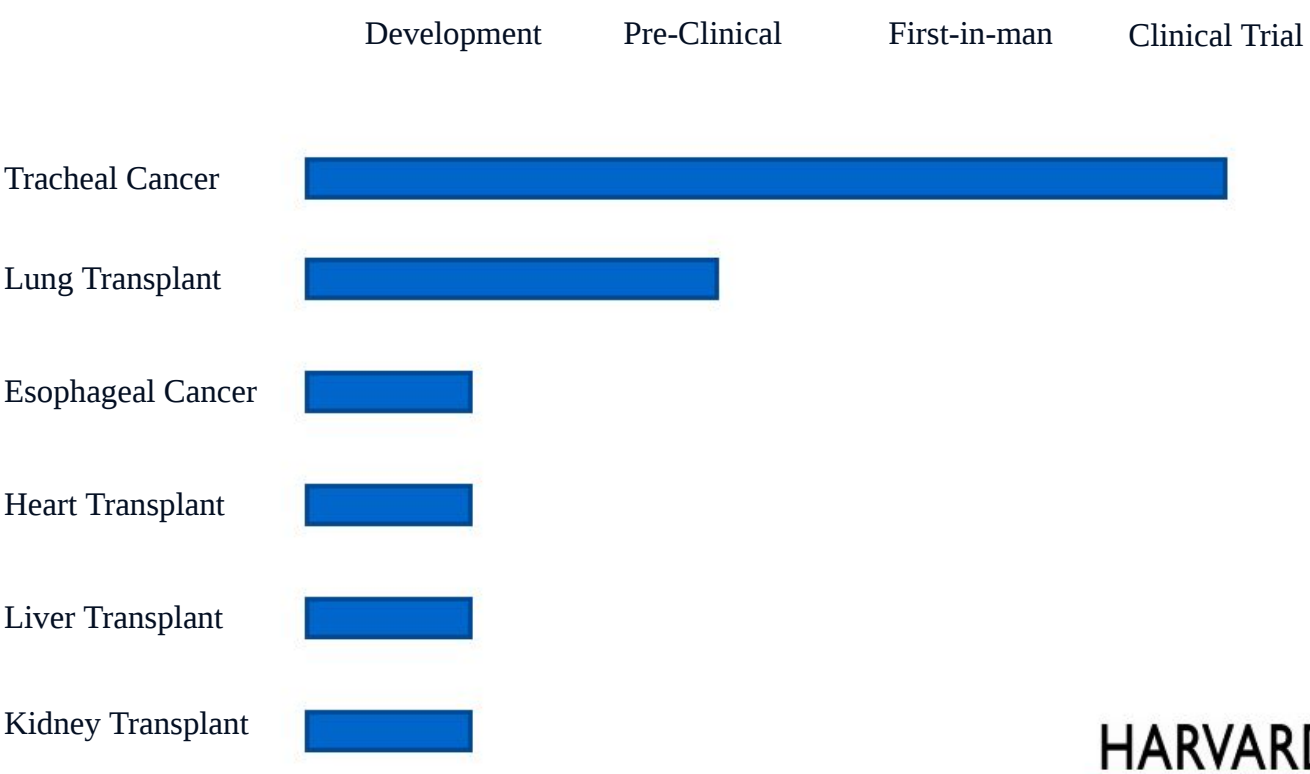
Product Stage by Clinical Indication



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Revenue Opportunity

Clinical Indication:	Patients per year:	Market Potential:
Trachea (cancer/trauma)	3,000	$150m
Esophagus (cancer)	40,000	$2,000m
Heart and lung (transplant)	12,000*	$600m

*The 12,000 procedures does not account for patients currently on the waiting list due to a lack of donor organs.

Stem Cell Therapy Injector

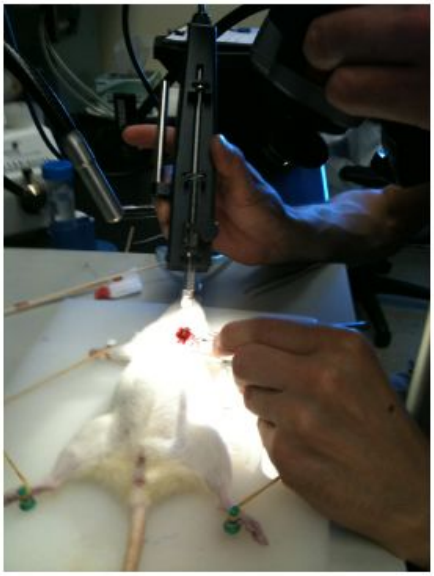
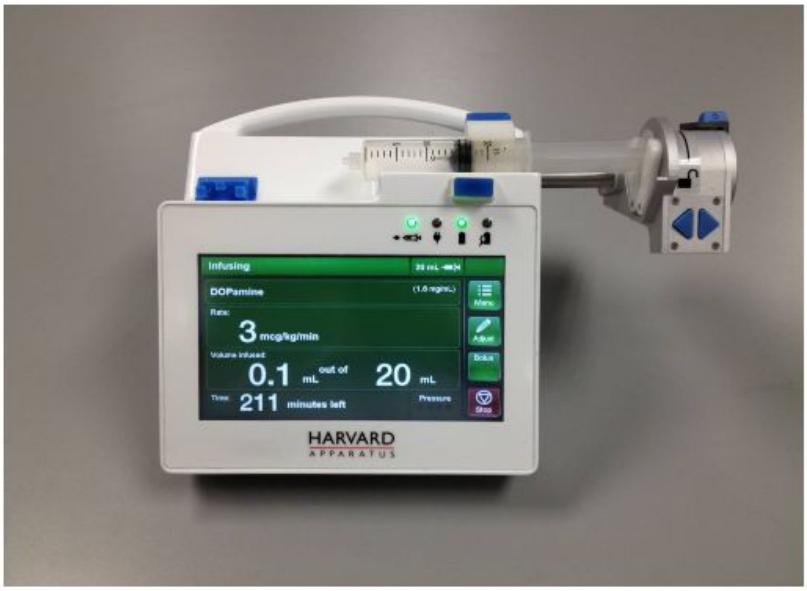


Photo courtesy Brigham and Womens' Hospital, Boston

Harvard Apparatus research syringe pump being used to inject stem cells into a heart infarct – the inspiration for our clinical stem cell injector



Prototype of the clinical version which we expect to submit to the regulatory agencies in 2012. The market for high end clinical syringe pumps is approx. $80m per year

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Commitment To Stockholder Value

- Management holds approximately 14% of shares + 16% in options
- We believe tuck-under growth strategy can be financed with cash, cash flow and credit line, therefore no dilution
- Modest debt leverage helps drive EPS without undue financial risk
- $10m stock repurchase completed. 3.1m shares (approx. 10% of shares outstanding) bought at an average price of $3.24 per share
- Pursuing strategic alternatives to fund the Regenerative Medicine Devices business
  - Accelerates maximizing revenue potential
  - Provides clarity on profitability of core LSRT business

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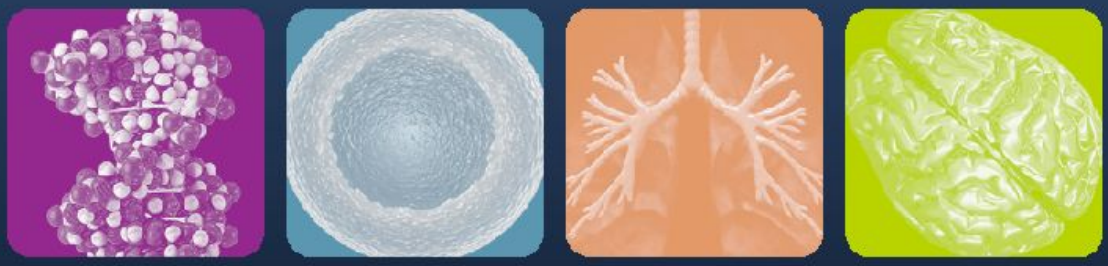

Tools to Advance Life Science Research and Regenerative Medicine

Additional Information

NASDAQ HBIO

Appendix A

	For the years ended December 31,														
	1997	1998	1999	2000 (IPO)	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011
Revenues	$ 11,464	$ 12,154	$ 26,178	$ 30,575	$ 38,088	$ 47,009	$ 52,024	$ 64,745	$ 67,431	$ 76,181	$ 83,407	$ 88,049	$ 85,772	$ 108,179	$ 108,864

Revenue fourteen -year compound annual growth rate from 1997 to 2011: 17.0%

	For the years ended December 31,														
Reconciliation of US GAAP to Non-GAAP Adjusted:	1997	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011
US GAAP operating income (loss)	$ 2,119	$ 2,412	$ 1,196	$ (10,438)	$ 3,112	$ 5,425	$ 7,173	$ 8,384	$ 7,924	$ 8,690	$ 9,533	$ 8,479	$ 8,055	$ 10,218	$ 6,077
Restructuring and severance related expenses	-	-	-	-	-	474	-	-	302	-	-	1,771	516	498	640
Inventory write-down due to restructuring	-	-	-	-	-	-	-	-	-	-	-	252	159	79	-
Stock-based compensation expense	-	-	3,284	14,676	2,656	1,269	519	69	-	1,934	2,335	2,003	2,514	2,756	2,863
In-process research and development expense	-	-	-	-	159	-	-	-	-	-	-	-	-	-	-
Amortization of intangible assets	-	27	368	604	956	595	891	1,582	1,664	1,697	1,824	1,966	1,844	2,364	2,746
Fair value adjustments to costs of product sales	-	-	-	-	-	-	336	258	-	50	61	-	-	90	76
Accounts receivable reserve adjustment related to acquistion	-	-	-	-	-	-	-	-	-	-	-	-	-	(237)	-
Non-GAAP adjusted operating income	$ 2,119	$ 2,439	$ 4,848	$ 4,842	$ 6,883	$ 7,763	$ 8,919	$ 10,293	$ 9,890	$ 12,371	$ 13,753	$ 14,471	$ 13,088	$ 15,768	$ 12,402

Non-GAAP fourteen -year operating income from continuing operations compound annual growth rate from 1997 to 2011: 14.0%

	For the years ended December 31,														
	1997	1998	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011
US GAAP earnings (loss) per diluted share from continuing operations	$ 0.06	$ 0.01	$ (5.25)	$ (6.23)	$ 0.07	$ 0.11	$ 0.12	$ 0.15	$ 0.20	$ 0.21	$ 0.24	$ 0.17	$ 0.24	$ 0.65	$ 0.13
Restructuring and severance related expenses	-	-	-	-	-	0.02	-	-	0.01	-	-	0.06	0.02	0.02	0.03
Inventory write-down due to restructuring	-	-	-	-	-	-	-	-	-	-	-	0.01	0.01	-	-
Stock-based compensation expense	-	-	0.19	0.80	0.10	0.05	0.02	-	-	0.06	0.07	0.06	0.08	0.09	0.10
In-process research and development expense	-	-	-	-	0.01	-	-	-	-	-	-	-	-	-	-
Amortization of intangible assets	-	-	0.02	0.03	0.04	0.02	0.03	0.05	0.05	0.05	0.06	0.06	0.06	0.08	0.09
Fair value adjustments to costs of product sales	-	-	-	-	-	-	0.01	0.01	-	-	-	-	-	-	-
Asset write-down	-	-	-	-	-	-	-	-	-	-	-	0.02	-	-	-
Direct acquisition cots	-	-	-	-	-	-	-	-	-	-	-	0.01	0.01	0.01	0.02
Gain from adjustment of acquisition contingencies	-	-	-	-	-	-	-	-	-	-	-	-	(0.09)	(0.01)	-
Common stock warrant interest expense	0.01	0.09	1.74	2.00	-	-	-	-	-	-	-	-	-	-	-
Income taxes	-	-	(0.08)	0.01	(0.03)	(0.01)	(0.01)	(0.02)	(0.07)	(0.06)	(0.07)	(0.07)	(0.03)	(0.47)	(0.09)
Conversion of convertible preferred stock and exercise of common stock warrants on January 1	-	-	3.55	3.54	-	-	-	-	-	-	-	-	-	-	-
Accounts receivable reserve adjustment related to acquistion	-	-	-	-	-	-	-	-	-	-	-	-	-	(0.01)	0
Non-GAAP adjusted earnings per diluted share from continuing operations	$ 0.07	$ 0.10	$ 0.17	$ 0.15	$ 0.19	$ 0.19	$ 0.17	$ 0.19	$ 0.19	$ 0.26	$ 0.30	$ 0.32	$ 0.30	$ 0.36	$ 0.28

HARVARD BIOSCIENCE

Tools to Advance Life Science Research and Regenerative Medicine

Appendix B

	For the years ended		For the quarters ended									
	2008	2009	March 31, 2010	June 30, 2010	Sept 30, 2010	Dec 31, 2010	March 31, 2011	June 30, 2011	Sept 30, 2011	Dec 31, 2011	March 31, 2012	June 30, 2012
Revenues	$ 88,049	$ 85,772	$ 26,300	$ 25,905	$ 26,453	$ 29,521	$ 26,312	$ 27,143	$ 26,381	$ 29,027	$ 28,322	$ 28,496
Reconciliation of US GAAP to Non-GAAP Adjusted:												
US GAAP operating income	$ 8,479	$ 8,055	$ 2,976	$ 2,372	$ 1,943	$ 2,927	$ 1,950	$ 2,519	$ 220	$ 1,387	$ 1,229	$ 1,299
Restructuring and severance related expenses	1,771	516	-	-	283	215	-	(28)	477	167	150	(13)
Inventory write-down due to restructuring	252	159	-	-	-	79	-	-	-	-	-	-
Stock-based compensation expense	2,003	2,514	558	675	759	764	552	658	853	800	697	718
Amortization of intangible assets	1,966	1,844	531	578	593	662	621	689	706	730	678	712
Fair value adjustments to costs of product sales	-	-	-	-	27	63	-	-	57	19	36	39
Accounts receivable reserve adjustment related to acquistion	-	-	-	-	-	(237)	-	-	-	-	-	-
Non-GAAP adjusted operating income from continuing operations	$ 14,471	$ 13,088	$ 4,065	$ 3,625	$ 3,605	$ 4,473	$ 3,123	$ 3,838	$ 2,313	$ 3,103	$ 2,790	$ 2,755
US GAAP earnings per diluted share from continuing operations	$ 0.17	$ 0.24	$ 0.07	$ 0.06	$ 0.44	0.08	$ 0.06	$ 0.05	$ -	$ 0.02	$ 0.02	$ 0.03
Restructuring and severance related expenses	0.06	0.02	-	-	0.01	0.01	-	-	0.02	-	0.01	-
Inventory write-down due to restructuring	0.01	0.01	-	-	-	-	-	-	-	-	-	-
Stock-based compensation expense	0.06	0.08	0.02	0.02	0.03	0.03	0.02	0.02	0.03	0.03	0.02	0.02
Amortization of goodwill & intangibles*	0.06	0.06	0.02	0.02	0.02	0.02	0.02	0.02	0.02	0.02	0.02	0.02
Inventory amortization on acquisition	-	-	-	-	0.01	-	-	-	-	-	-	-
Asset write-down	0.02	-	-	-	-	-	-	-	-	-	-	-
Direct acquisition cots	0.01	0.01	-	-	0.01	-	-	0.01	-	0.01	0.01	-
Gain from adjustment of acquisition contingencies	-	(0.09)	-	(0.01)	-	-	-	-	-	-	-	-
Income taxes (1)	(0.07)	(0.03)	(0.02)	(0.02)	(0.44)	(0.02)	(0.03)	(0.02)	(0.02)	(0.01)	(0.02)	(0.01)
Accounts receivable reserve adjustment related to acquistion	-	-	-	-	-	(0.01)	-	-	-	-	-	-
Non-GAAP adjusted earnings per diluted share from continuing operations	$ 0.32	$ 0.30	$ 0.09	$ 0.08	$ 0.08	$ 0.11	$ 0.07	$ 0.08	$ 0.05	$ 0.07	$ 0.06	$ 0.06

* Due to rounding, quarterly numbers do not add to total year

(1) Income taxes includes the tax effect of adjusting for the reconciling items, utilization of certain deferred tax assets that had a full valuation allowance and in the third quarter of 2010 it included the effect of reversing valuation allowances on certain deferred tax assets as a reconciling item. It also includes the tax effect from the reversal of the liability related to the uncertain tax positions and the corresponding accrued interest.

Appendix C

Reconciliation of Guidance for Non-GAAP Adjusted Diluted Earnings per Common Share From Continuing Operations to US GAAP Diluted Earnings per Common Share
(unaudited)

	Three Months Ending September 30, 2012		Year Ending December 31, 2012	
	Low Estimate	High Estimate	Low Estimate	High Estimate
Non-GAAP adjusted diluted earnings per common share from continuing operations **(A)**	$ 0.05 **(a)**	$ 0.07 **(b)**	$ 0.26 **(c)**	$ 0.29 **(d)**
Less the impact of:				
Amortization of intangible assets	(0.02) **(e)**	(0.02) **(e)**	(0.09) **(e)**	(0.09) **(e)**
Stock-based compensation (FASB ASC Topic 718)	(0.03) **(e)**	(0.03) **(e)**	(0.10) **(f)**	(0.10) **(f)**
Tax **(B)**	0.02 **(e)**	0.02 **(e)**	0.06 **(e)**	0.06 **(e)**
GAAP diluted earnings per common share from continuing operations **(A)**	$ 0.02	$ 0.04	$ 0.13	$ 0.16

A - Assumes no additional acquisitions.
(a) - Includes income of $0.09 from Life Science Research Tools business and loss of $0.04 from Regenerative Medicine Device business.
(b) - Includes income of $0.10 from Life Science Research Tools business and loss of $0.03 from Regenerative Medicine Device business.
(c) - Includes income of $0.39 from Life Science Research Tools business and loss of $0.13 from Regenerative Medicine Device business.
(d) - Includes income of $0.42 from Life Science Research Tools business and loss of $0.13 from Regenerative Medicine Device business.
(e)- Represents amounts related to Life Science Research Tools business

(f) - Includes expense of $0.09 from Life Science Research Tools business and $0.01 from Regenerative Medicine Device business.
B - Includes the tax impact of above mentioned items.

Appendix D

Reconciliation of Changes In Total Revenue Compared to the Same Period of the Prior Year (Continuing Operations)
(unaudited)

	Three Months Ended				For the Year	Three Months Ended				For the Year	Three Months Ended		Six Months Ended
	March 31, 2010	June 30, 2010	Sept. 30, 2010	Dec. 31, 2010	Dec. 31, 2010	March 31, 2011	June 30, 2011	Sept. 30, 2011	Dec. 31, 2011	Dec. 31, 2011	March 31, 2012	June 30, 2012	June 30, 2012
Organic growth	4.3%	11.0%	4.6%	6.8%	6.1%	-2.1%	-1.6%	-6.3%	-4.4%	-3.8%	4.2%	2.2%	3.2%
Acquisitions	29.9%	36.1%	24.7%	2.3%	21.5%	1.3%	2.8%	4.2%	2.9%	2.9%	4.4%	4.9%	4.7%
Foreign exchange effect	3.7%	-3.6%	-3.3%	-2.3%	-1.5%	0.9%	3.6%	1.8%	-0.2%	1.5%	-1.0%	-2.1%	-1.6%
Total revenue growth	37.9%	43.5%	26.0%	6.8%	26.1%	0.1%	4.8%	-0.3%	-1.7%	0.6%	7.6%	5.0%	6.3%