

SPACEHAB INC \WA\  
Form 8-K  
September 12, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

**Date of Report**

**September 8, 2005**

*(Date of earliest event reported)*

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**SPACEHAB, Incorporated**

*(Exact name of registrant as specified in its charter)*

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**Washington**  
*(State or other jurisdiction of  
incorporation or organization)*

**0-27206**  
*(Commission File Number)*

**91-1273737**  
*(I.R.S. Employer  
Identification Number)*

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**12130 State Highway 3, Building 1**

**Webster, Texas 77598**

*(Address of principal executive offices, including zip code)*

**(713) 558-5000**

*(Registrant's telephone number, including area code)*

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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):

- ..  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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**Section 5 Corporate Governance and Management**

**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On September 8, 2005, Richard S. Bodman and Richard M. Fairbanks each notified SPACEHAB, Incorporated (the *Company*) of his decision not to stand for re-election to the board of directors of the Company at the Company's 2005 annual meeting of stockholders (the *Annual Meeting*). Messrs. Bodman and Fairbanks will continue to serve as directors until the Annual Meeting. Messrs. Bodman's and Fairbanks's decision not to stand for re-election is not a result of a disagreement with the Company related to the Company's operations, policies or practices.

**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.

**SPACEHAB, Incorporated**

September 12, 2005

By: /s/ Brian K. Harrington

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Brian K. Harrington  
Sr. Vice President and Chief Financial Officer