SPACEHAB INC \WA\ Form 8-K October 01, 2008

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) September 29, 2008

SPACEHAB, Incorporated

(Exact name of registrant as specified in its charter)

Washington (State or other jurisdiction of incorporation) **0-27206** (Commission File Number) **91-1273737** (IRS Employer Identification No.)

907 Gemini, Webster, Texas (Address of principal executive offices)

77058 (Zip Code)

Registrant s telephone number, including area code (713) 558-5000

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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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Section 2 Financial Information

Item 2.02 Results of Operations and Financial Condition.

On September 29, 2008, SPACEHAB, Incorporated issued a press release announcing, among other things, its results of operations for fiscal year 2008. A copy of the press release is attached hereto as Exhibit 99.1.

Section 9 Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release of SPACEHAB, Incorporated dated September 29, 2008

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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.

SPACEHAB, Incorporated

Date: October 1, 2008

By:

/s/ Brian K. Harrington Brian K. Harrington Senior Vice President, Chief Financial Officer, Secretary and Treasurer

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