

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name HARVARD BIOSCIENCE, INC.		2 Issuer's employer identification number (EIN) 04-3306140	
3 Name of contact for additional information SHAWN OLIVIER, CPA		4 Telephone No. of contact 508-893-3144	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 84 OCTOBER HILL ROAD		5 Email address of contact solivier@harvardbioscience.com	
8 Date of action NOVEMBER 1, 2013		7 City, town, or post office, state, and Zip code of contact HOLLISTON, MA 01746	
10 CUSIP number 416906105		9 Classification and description COMMON STOCK DISTRIBUTION	
11 Serial number(s)	12 Ticker symbol HBIO	13 Account number(s)	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **Harvard Bioscience, Inc. (HBIO) distributed approximately 7,740,027 shares of common stock of Harvard Apparatus Regenerative Technology, Inc. (HART) as of 12:01 a.m. on November 1, 2013 to holders of record of HBIO common stock. The record date was the close of business on October 21, 2013. In the distribution, HBIO stockholders received one share of HART common stock for every four shares of HBIO common stock held. HBIO stockholders also received cash in lieu of any fractional share of HART. As a result of the distribution, HART became an independent, publicly-traded company focused primarily on developing medical devices for use specifically in regenerative medicine or growing organs outside the body.**

Harvard Bioscience, Inc. CUSIP Number: 416906105 Ticker Symbol: HBIO (NASDAQ) EIN: 04-3306140
Harvard Apparatus Regenerative Technology, Inc. CUSIP Number: 41690A106 Ticker Symbol: HART (NASDAQ) EIN: 45-5210462

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **Pursuant to Section 358 of the Internal Revenue Code, each HBIO stockholder will need to allocate the tax basis in HBIO shares held immediately before the distribution between shares of HBIO common stock and the shares of HART common stock received in the distribution.**

Based on the high and low prices on November 1, 2013 (as described below) 76.37% of the pre-distribution tax basis in HBIO shares should be allocated to HBIO common stock and 23.63% should be allocated to HART common stock received in the distribution.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **For US tax purposes, the allocation of tax basis between shares of HBIO common stock and HART common stock is based on their relative fair market values (FMV) at the time of the distribution. There are several potential methods to determine the FMV of HBIO and HART common stock. One approach may be to use the unadjusted averages of the high and low trading prices of HBIO and HART common stock on the NASDAQ on the trading day after the distribution. Such averages were \$4.34 (HBIO) and \$5.37 (HART) on November 1, 2013. Using this method, an assumed \$5,000 pre-distribution tax basis in HBIO shares is allocated:**

	No of Shares	Avg NASDAQ Trading Price 11/1/2013	Total FMV 11/1/2013	Percent of Total FMV at 11/1/2013	Allocated Tax Basis
HBIO	1,000	\$4.34	\$4,340	76.37%	\$3,819
HART	250	\$5.37	\$1,343	23.63%	\$1,181
Total			\$5,683	100.00%	\$5,000

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ For US Tax purposes, the distribution is a tax free reorganization under Section 368(a)(1)(D). Pre-distribution tax basis in HBIO shares is allocated between HBIO shares and HART shares under Sections 358(a)(1), 358(b) and 358(c). Pursuant to Section 355(a), no gain or loss will be recognized by HBIO stockholders as a result of the distribution.

Under Sections 1001 and 1221, in general, the receipt by HBIO stockholders of cash in lieu of a fractional share of HART will be treated as if the fractional share had been distributed to the HBIO stockholder in the distribution and then been disposed of by such stockholder (in a sale or exchange) for the amount of such cash.

Under Section 1223(1), the holding period of a HBIO stockholder of HART stock received in the distribution will include the holding period of the pre-distribution HBIO stock with respect to which the distribution of the HART stock was made.

Continuing the example in box 16, if the 1,000 shares of HBIO were acquired on July 2, 2012 at \$5 per share, the 250 HART shares received in the distribution will have the same holding period as those 1,000 HBIO shares.

18 Can any resulting loss be recognized? ▶ The treatment, described above, of cash received in lieu of a fractional HART share could result in a loss. In general, such loss can be recognized. Otherwise, no gain or loss will be recognized by HBIO stockholders upon their receipt of HART stock.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The distribution of HART common stock occurred in calendar year 2013.

Notice of additional statement required for significant distributee:

Certain HBIO stockholders (i.e. those stockholders who, immediately before the distribution, owned 5% or more of HBIO common stock or owned HBIO securities with an aggregate tax basis of \$1 million or more) who received HART common stock in the distribution are required to include a statement related to the distribution in their US federal income tax return for the year in which the distribution occurs. Any stockholder in this position should consult their tax advisor regarding the statement that is required pursuant to Section 1.355-5(b).

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here Signature ▶ Shaw Olivier, CPA Date ▶ 11/12/13

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	