

SPACEHAB INC \WA\  
Form 8-K  
November 22, 2005

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**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) November 22, 2005

**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.)

12130 State Highway 3, Building 1, Webster, Texas  
(Address of principal executive offices)

77598  
(Zip Code)

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

**(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):

- .. 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 8 Other Events**

**Item 8.01. Other Events**

On November 22, 2005 SPACEHAB, Incorporated issued the press release attached as Exhibit 99.1 hereto announcing that it has issued approximately \$52,944,000 in new 5.5% Senior Convertible Notes due 2010.

**Section 9 Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits. The following exhibits are filed herewith:

| <u>Exhibit Number</u> | <u>Title of Document</u>                     |
|-----------------------|--|
| 99.1                  | Press Release dated as of November 22, 2005. |

**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  
(Registrant)

Date: November 22, 2005

By: /s/ Brian K. Harrington

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

**Exhibit Index**

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>                    |
|---------------------------|--|
| 99.1                      | Press Release dated as of November 22, 2005. |