

REPLIGEN CORP  
Form 8-K  
December 20, 2011

**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): December 15, 2011**

**REPLIGEN CORPORATION**

(Exact name of registration as specified in charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**0-14656**  
(Commission

File Number)

**04-2729386**  
(IRS Employer

Identification No.)

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**41 Seyon Street, Bldg. 1, Suite 100, Waltham, MA**

(Address of principal executive offices)

**Registrant's telephone number, including area code (781) 250-0111**

**02453**  
(Zip Code)

(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))

**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On December 15, 2011, the Board of Directors (the Board ) of the Repligen Corporation (the Company ) approved a change in the Company s fiscal year end from March 31 to December 31. The Company intends to file the report covering the transition period ending December 31, 2011 on a Form 10-K.

On December 15, 2011, the Board also approved an amendment to the amended and restated bylaws of the Company to amend Article VI, Section 1 to reflect the December 31 fiscal year end date. Such amendment is filed as Exhibit 3.1 hereto and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

3.1 Amendment No. 1 to the Amended and Restated Bylaws.

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.

REPLIGEN CORPORATION

Dated: December 20, 2011

By: /s/ Walter C. Herlihy  
Walter C. Herlihy  
President and Chief Executive Officer

EXHIBIT INDEX

<b>Exhibit No.</b>	<b>Exhibit</b>
3.1	Amendment No. 1 to the Amended and Restated Bylaws.