

# ORGANOVO HOLDINGS, INC.

## FORM 8-K (Current report filing)

Filed 04/03/13 for the Period Ending 03/31/13

Address	6275 NANCY RIDGE DRIVE SUITE 110 SAN DIEGO, CA 92121
Telephone	858-550-9994
CIK	0001497253
Symbol	ONVO
SIC Code	2836 - Biological Products, Except Diagnostic Substances
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	03/31

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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 (Date of earliest event reported): March 31, 2013**

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**ORGANOVO HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

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**Commission File Number: 000-54621**

**Delaware**  
(State or other jurisdiction  
of incorporation)

**27-1488943**  
(I.R.S. Employer  
Identification No.)

**6275 Nancy Ridge Dr.,  
San Diego, California 92121**  
(Address of principal executive offices, including zip code)

**(858) 550-9994**  
(Registrant's telephone number, including area code)

(Former Name or Former Address, if Changed Since Last Report)

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

Organovo Holdings, Inc. (the “Company”) announced that its Board of Directors had unanimously authorized a change in the Company’s fiscal year end from December 31st to March 31st each year, beginning on March 31, 2013. Under the applicable rules of the Securities and Exchange Commission, the Company intends to file a transition report on Form 10-K that will cover the three-month transition period from January 1, 2013 to March 31, 2013 on or about May 31, 2013.

The full text of the Company’s press release regarding the announcement is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits****(d) Exhibits**

The following exhibit is filed as part of this report:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated April 3, 2013.

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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.

**ORGANOVO HOLDINGS, INC.**

Date: April 3, 2013

/s/ Barry Michaels

Barry Michaels  
Chief Financial Officer

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**Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated April 3, 2013.

## Organovo Holdings, Inc. Announces Change of Fiscal Year

SAN DIEGO, April 3, 2013, Organovo Holdings, Inc. (OTCQX: ONVO) (“Organovo”), a three-dimensional biology company focused on delivering breakthrough 3D bioprinting technology, announced today that the Company’s Board of Directors has approved a fiscal year-end change from December 31st to March 31st, beginning on March 31, 2013. With this change, Organovo’s current fiscal year began on April 1st and will end on March 31st each year.

The change in fiscal year is in alignment with the Company’s intention to apply for an initial listing on the NYSE or NASDAQ at the earliest available opportunity.

The Company expects to file a transition report for the three-month transition period of January 1, 2013 to March 31, 2013 on Form 10-K on or about May 31, 2013.

### About Organovo Holdings, Inc.

Organovo designs and creates functional, three-dimensional human tissues for medical research and therapeutic applications. The Company is collaborating with pharmaceutical and academic partners to develop human biological disease models in three dimensions. These 3D human tissues have the potential to accelerate the drug discovery process, enabling treatments to be developed faster and at lower cost. In addition to numerous scientific publications, their technology has been featured in The Wall Street Journal, Time Magazine and The Economist. Organovo is changing the shape of medical research and practice. Learn more at [www.organovo.com](http://www.organovo.com).

### Safe Harbor Statement

Any statements contained in this press release that do not describe historical facts may constitute forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. Any forward-looking statements contained herein are based on current expectations, but are subject to a number of risks and uncertainties. The factors that could cause actual future results to differ materially from current expectations include, but are not limited to, risks and uncertainties relating to the Company’s ability to develop, market and sell products based on its technology; the expected benefits and efficacy of the Company’s products and technology; the availability of substantial additional funding for the Company to continue its operations and to conduct research and development, clinical studies and future product commercialization; the Company’s ability to enter into successful collaboration arrangements; and the Company’s business, research, product development, regulatory approval, marketing and distribution plans and strategies. These and other factors are identified and described in more detail in our filings with the SEC, including our annual report on Form 10-K filed with the SEC on March 15, 2013. You should not place undue reliance on these forward-looking statements, which speak only as of the date that they were made. These cautionary statements should be considered with any written or oral forward-looking statements that we may issue in the future. Except as required by applicable law, including the securities laws of the United States, we do not intend to update any of the forward-looking statements to conform these statements to reflect actual results, later events or circumstances or to reflect the occurrence of unanticipated events.

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**SOURCE Organovo Holdings, Inc.**

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