

Amarantus BioSciences, Inc.  
Form 8-K  
August 03, 2012

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

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Date of Report (Date of earliest event reported): **July 31, 2012**

**Amarantus BioSciences, Inc.**

(Exact Name of Registrant as Specified in Charter)

**Delaware** (State or other jurisdiction of incorporation)      **333-148922** (Commission File Number)      **26-0690857** (IRS Employer Identification No.)

**675 Almanor Ave., Sunnyvale, CA 94085**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(408) 737-2734**

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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:

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))

SECTION 5 – CORPORATE GOVERNANCE AND MANAGEMENT

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers

Effective July 31, 2012, Martin D. Cleary resigned from his position as a director and the Chairman of our Board of Directors. Also effective July 31, 2012, Eugene Mancino resigned from his position as a director. There was no known disagreement with Mr. Cleary or Mr. Mancino on any matter relating to our operations, policies, or practices.

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 thereunto duly authorized.

Date: August 3, 2012 Amaranthus BioSciences, Inc.

By: /s/ Gerald Commissiong  
Gerald Commissiong  
Chief Executive Officer

