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**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): August 26, 2004

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**COMMONWEALTH BIOTECHNOLOGIES, INC.**

(Exact name of registrant as specified in its charter)

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**Virginia**  
(State or Other Jurisdiction  
of Incorporation)

**001-13467**  
(Commission File Number)

**56-1641133**  
(IRS Employer  
Identification No.)

**601 Biotech Drive**  
**Richmond, Virginia 23235**  
(Address of principal executive offices)

Registrant's telephone number, including area code: **(804) 648-3820**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation to 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))
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ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

- (a) Not Applicable.
- (b) Not Applicable.
- (c) On August 26, 2004, the Registrant announced the election of one additional Class III member of the Registrant's Board of Directors. Dr. Gerald P. Krueger has accepted his nomination to the Board of Directors of the Registrant. Dr. Krueger, (Colonel, US Army, Retired), is the former military commander and technical director of the U.S. Army Research Institute of Environmental Medicine, at Natick, MA. He has 38 years experience in conducting and directing multidisciplinary research and application efforts, and he enjoys an international reputation in occupational, environmental, and preventive medicine research. Dr. Krueger serves as a consultant on the design of military equipment systems and is a widely recognized authority on sustained performance during sleep deprivation and fatigue during extended operations. Since June, 1999, Dr. Krueger has served as Principal Scientist for the Wexford Group International, Vienna, VA, a consulting firm for various federal government research and regulatory agencies, including the Department of Defense, the Defense Information Systems Agency, and the US Army Medical Research and Materiel Command. Dr. Krueger is a 1977 graduate of the Johns Hopkins University, the U.S. Army War College, and the U.S. Army Command and General Staff College. The Registrant has no prior business relationships with Dr. Krueger. Dr. Krueger will serve on the Registrant's Compensation Committee.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

- (a) Financial statements of businesses acquired.  
Not Applicable.
- (b) Pro forma financial information.  
Not Applicable.
- (c) Exhibits.  
99.1 Press release, dated August 26, 2004, announcing the appointment of Dr. Gerald P. Krueger to the Registrant's Board of Directors.

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Pursuant to the requirement of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

COMMONWEALTH BIOTECHNOLOGIES, INC.

By: /s/ Robert B. Harris, Ph.D.

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Robert B. Harris, Ph.D.  
President and Chief Executive Officer

Dated: August 26, 2004

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**EXHIBIT INDEX**

<u>Number</u>	<u>Description of Exhibit</u>
99.1	Press release, dated August 26, 2004, announcing the appointment of Gerald P. Krueger to the Registrant's Board of Directors.

For further information, contact:

Dr. Robert B. Harris

President/CEO, CBI

Phone: 800 735 9224

Fax: 804 648 2641

**Commonwealth Biotechnologies, Inc. Names New Director**

*Dr. Gerald Krueger has extensive Military Research experience*

RICHMOND, VA (August 26, 2004) - Commonwealth Biotechnologies, Inc. (CBI) (NASDAQ SmallCap Market: CBTE), today announced that Dr. Gerald P. Krueger has been appointed to its Board of Directors. Dr. Krueger will stand for ratification by shareholders at the Company's 2005 annual meeting.

Dr. Krueger, (Colonel, US Army, Retired), is the former military commander and technical director of the U.S. Army Research Institute of Environmental Medicine, at Natick, MA. He has 38 years experience in conducting and directing multidisciplinary research and application efforts and he enjoys an international reputation in occupational, environmental, and preventive medicine research. Dr. Krueger serves as a consultant on the design of military equipment systems and is a widely recognized authority on sustained performance during sleep deprivation and fatigue during extended operations. Since June, 1999, Dr. Krueger has served as Principal Scientist for the Wexford Group International, Vienna, VA, a consulting firm for various federal government research and regulatory agencies, including the Department of Defense, the Defense Information Systems Agency, and the US Army Medical Research and Materiel Command. Dr. Krueger is a 1977 graduate of the Johns Hopkins University, the U.S. Army War College, and the U.S. Army Command and General Staff College.

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“We are extremely pleased that Dr. Krueger has accepted our offer to join CBI’s Board of Directors,” said Richard J. Freer, Ph.D., Chairman and COO of the Company. “He has a long history of fostering productive relationships between the private sector and the federal agencies and is extremely well versed in the workings of the defense community. We are looking to Dr. Krueger to strengthen our presence in the bio-defense arena and thus help shape the future of the Company.”

**About CBI**

Founded in 1992, CBI is located at 601 Biotech Drive, Richmond, VA 23235 (1-800-735-9224). CBI has provided comprehensive research and development services to more than 2,800 private, government, and academic customers in the global biotechnology industry. For more information, visit CBI on the web at [www.cbi-biotech.com](http://www.cbi-biotech.com).

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Any statements contained in this release that relate to future plans, events or performance are forward-looking statements that involve risks and uncertainties as identified in the Company’s filings with the Securities and Exchange Commission. Actual results, events or performance may differ materially. No statement herein should be considered an offer of any securities.