

BIOANALYTICAL SYSTEMS INC
Form DEFA14A
February 26, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities

Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to Rule 14a-12

Bioanalytical Systems, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

February 26, 2013

Dear Shareholders:

You received a proxy from the Company dated February 7, 2013. One of the proposals included in that proxy was to ratify the appointment of Crowe Horwath LLP (“Crowe”) as the Company’s independent registered public accounting firm for fiscal 2013. On February 6, 2013, Crowe provided the Company with notice of its intent to resign as the Company’s independent registered public accounting firm and its resignation was effective on February 14, 2013 when it completed its review of our first quarter of fiscal 2013. As a result, the Board of Directors now recommends a vote **AGAINST** Crowe’s ratification as the Company’s independent registered public accounting firm for fiscal 2013. As of February 22, 2013, the Company has engaged McGladrey LLP as its new registered public accounting firm for fiscal 2013 and has filed a form 8-K with the Securities and Exchange Commission.

On behalf of all of us at BASi, I thank you—the shareholders—for your trust and support as we at BASi work as one link in the chain to improve the quality of human life. We look forward to seeing you at the annual meeting on March 14, 2013.

Sincerely,

Jacqueline M. Lemke

President, Chief Executive Officer

Chief Financial Officer and Vice President-Finance