

HARRIS & HARRIS GROUP INC /NY/  
Form 8-K  
February 02, 2011

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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):

February 2, 2011 (February 2, 2011)

HARRIS & HARRIS GROUP, INC.

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(Exact name of registrant as specified in its charter)

New York  
(State or other jurisdiction of  
incorporation)

0-11576  
(Commission File  
Number)

13-3119827  
(IRS Employer  
Identification No.)

1450 Broadway New York, New York 10018  
(Address of principal executive offices and zip code)

(212) 582-0900  
(Registrant's telephone number, including area code)

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)

- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure.

On February 2, 2011, Harris & Harris Group, Inc. (the “Company”) issued a press release disclosing that NeoPhotonics Corporation has priced its initial public offering (IPO) of 7,500,000 shares of common stock at \$11 per share. The Company has been an investor in NeoPhotonics since 2003. We also bought 50,000 shares of common stock in the IPO. A copy of the Company's press release issued February 2, 2011, is attached as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(a) Not applicable.

(b) Not applicable.

(c) Not applicable.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release, dated February 2, 2011

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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.

HARRIS & HARRIS GROUP, INC.

Date: February 2, 2011

By: /s/ Douglas W. Jamison  
Douglas W. Jamison  
Chief Executive Officer

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EXHIBIT INDEX

Exhibit No.	Description
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