

HARVARD BIOSCIENCE INC
 Form 4
 October 22, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GREEN DAVID

2. Issuer Name and Ticker or Trading Symbol
HARVARD BIOSCIENCE INC [HBIO]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
84 OCTOBER HILL ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/18/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
President

HOLLISTON, MA 01746
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
Common Stock	10/18/2013		M	V	Amount: 125,000 Price: \$ 2.98	A	1,483,507 ⁽¹⁾ D
Common Stock					300,000	I	David Green 2013 Annuity Trust
Common Stock	10/18/2013		F	V	Amount: 88,023 ⁽²⁾ Price: \$ 5.5	D	1,395,484 ⁽¹⁾ D
Common Stock					300,000	I	David Green

Common Stock	10/18/2013		M	200,000	D	\$ 4.28	1,595,484 ⁽¹⁾	D	2013 Annuity Trust
Common Stock							300,000	I	David Green 2013 Annuity Trust
Common Stock	10/18/2013		F	173,980 ₍₂₎	D	\$ 5.5	1,421,504 ⁽¹⁾	D	
Common Stock							300,000	I	David Green 2013 Annuity Trust
Common Stock	10/18/2013		M	125,000	D	\$ 1.99	1,546,504 ⁽¹⁾	D	
Common Stock							300,000	I	David Green 2013 Annuity Trust
Common Stock	10/18/2013		F	67,842 ₍₂₎	D	\$ 5.5	1,478,662 ⁽¹⁾	D	
Common Stock							300,000	I	David Green 2013 Annuity Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Remarks:

This form has been signed under power of attorney.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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