

HARVARD BIOSCIENCE INC
 Form 4
 June 02, 2014

FORM 4

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

OMB APPROVAL

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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 *
 HARTE NEAL J

(Last) (First) (Middle)

UNIT # 1, 83 CHURCH STREET

(Street)

WINCHESTER, MA 01890

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/29/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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. 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/29/2014		M		13,317	A	\$ 3.82
Common Stock	05/29/2014		S		12,317 (1)	D	\$ 3.82
Common Stock	05/30/2014		A		19,400 (2)	A	\$ 0
							44,658 (3)

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 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)
Stock option (right to buy)	\$ 3.82	05/29/2014		M	13,317	⁽⁴⁾ 06/21/2014	Common stock, par value \$0.01 per share	13,317

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARTE NEAL J UNIT # 1 83 CHURCH STREET WINCHESTER, MA 01890		X		

Signatures

Neal J. Harte 06/02/2014
 **Signature of Date
 Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents shares sold to cover the exercise price of the option as part of a broker-assisted cashless exercise.
- (2) Includes a deferred stock award of 19,400 restricted stock units which shall fully vest on May 30, 2015.
Includes (a) a deferred stock award of 19,400 restricted stock units which shall fully vest on May 30, 2015; and (b) a deferred stock award
- (3) of 3,688 restricted stock units which shall fully vest on June 1, 2015; and (c) 21,570 shares of common stock held by the Reporting Person.
- (4) The options vested in three equal installments on June 21, 2005, 2006 and 2007.

Remarks:

This form is signed under power of attorney.

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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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