

HARVARD BIOSCIENCE INC

Form 4

July 31, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GRAZIANO CHANE

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)
07/25/2013

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

HOLLISTON, MA 01746

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	07/25/2013		M		400,000	A	\$ 3.18	2,906,865	D
Common Stock	07/25/2013		F		230,434 <u>(1)</u>	D	\$ 5.52	2,676,431	D
Common Stock	07/25/2013		M		300,000	A	\$ 1.99	2,976,431	D
Common Stock	07/25/2013		F		108,152 <u>(1)</u>	D	\$ 5.52	2,868,279	D
Common Stock	07/25/2013		M		125,000	A	\$ 4.01	2,993,279	D

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Common Stock	07/25/2013	F	90,806 (1)	D	\$ 5.52	2,902,473	D
Common Stock	07/25/2013	M	300,000	A	\$ 4.28	3,202,473	D
Common Stock	07/25/2013	F	232,608 (1)	D	\$ 5.52	2,969,865	D
Common Stock	07/25/2013	M	125,000	A	\$ 2.98	3,094,865	D
Common Stock	07/25/2013	F	67,481 (1)	D	\$ 5.52	3,027,384	D
Common Stock	07/25/2013	M	50,289	D	\$ 3.57	3,077,673	D
Common Stock	07/25/2013	F	32,523 (1)	D	\$ 5.52	3,045,150	D

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

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SEC 1474
(9-02)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
Stock Option (right to buy)	\$ 4.01	07/25/2013		M	125,000 (2)	08/04/2005 08/12/2013	Common Stock 125,000
Stock Option (right to buy)	\$ 3.18	07/25/2013		M	400,000 (2)	01/01/2010 08/12/2013	Common Stock 400,000
Stock Option (right to buy)	\$ 1.99	07/25/2013		M	300,000 (2)	01/01/2009 08/12/2013	Common Stock 300,000

Stock Option (right to buy)	\$ 4.28	07/25/2013	M	300,000 (2)	01/01/2007	08/12/2013	Common Stock	300,000
Stock Option (right to buy)	\$ 2.98	07/25/2013	M	125,000 (2)	01/01/2006	08/12/2013	Common Stock	125,000
Stock Option (right to buy)	\$ 3.57	07/25/2013	M	50,289 (2)	01/01/2013	08/12/2013	Common Stock	50,289

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAZIANO CHANE 84 OCTOBER HILL ROAD HOLLISTON, MA 01746			X	

Signatures

Chane Graziano 07/31/2013

__Signature of
Reporting Person

Date

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).

Represents the number of shares of common stock that the Reporting Person attested to the ownership thereof in accordance with the Issuer's 2000 Stock Option and Incentive Plan, as amended, in connection with the payment of the option exercise price. With respect to

(1) each option exercise, the Issuer delivered the net amount of the option shares to the Reporting Person and such attestation shares were not sold by the Reporting Person or delivered to the Issuer. Nevertheless, the SEC deems such exercise and related attestation to be a disposition of shares for purposes of Section 16(a) of the Securities Exchange Act of 1934."

(2) Represents exercise of stock options granted pursuant to the Issuer's 2000 Stock Option and Incentive Plan, as amended.

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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