HARVARD BIOSCIENCE INC
Form 4/A
October 23, 2013

FORM 4

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

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

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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
GREEN DAVID

(Last) (First) (Middle)

84 OCTOBER HILL ROAD

(Street)

HOLLISTON, MA 01746

(City) (State) (Zip)

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

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

4. If Amendment, Date Original Filed(Month/Day/Year)
10/22/2013

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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	10/18/2013		M		125,000	A	$ 2.98	1,483,507 (1)	D	
Common Stock								300,000	I	David Green 2013 Annuity Trust
Common Stock	10/18/2013		F		88,023 (2)	D	$ 5.5	1,395,484 (1)	D	
Common Stock								300,000	I	David Green

									2013 Annuity Trust
Common Stock	10/18/2013		M	200,000	A	$ 4.28	1,595,484 (1)	D	
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	A	$ 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)

			5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock option (right to buy)	$ 2.98	10/18/2013	M			125,000 (3)	01/01/2009	05/25/2015	Common Stock, par value $0.01 per share	125,000
Stock option (right to buy)	$ 4.28	10/18/2013	M			200,000 (3)	01/01/2010	08/09/2016	Common Stock, par value $0.01 per share	200,000
Stock option (right to buy)	$ 1.99	10/18/2013	M			125,000 (3)	01/01/2012	12/04/2018	Common Stock, par value $0.01 per share	125,000

Reporting Owners

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

Signatures

David Green	10/23/2018
**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).

(1) Includes (a) a deferred stock award of 33,400 restricted stock units which vest on Jan 1, 2014; (b) a deferred stock award of 26,874 restricted stock units which vest in equal installments on Jan 1, 2014 and Jan 1, 2015; (c) a deferred stock award of 66,552 restricted stock units which vest in equal installments on Jan 1, 2014, Jan 1, 2015, and Jan 1, 2016; (d) a deferred stock award of 41,574 stock units which vest in equal installments on Jan 1, 2014, Jan 1, 2015, Jan 1, 2016, and Jan 1, 2017; and (e) 1,490,107 shares of common stock held by Mr. Green.

(2) 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 and related withholding taxes. With respect to each option exercise, the Issuer only delivered the net amount of the option shares (after reducing the option shares by the amount of shares subject to such attestation) 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.

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

Remarks:

This Amendment to Form 4 does not reflect any additional transactions and is merely being filed to correct certain inadvertent

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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