

HARVARD BIOSCIENCE INC  
 Form 4  
 July 31, 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 \*  
 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)

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

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

84 OCTOBER HILL ROAD

07/25/2013

(Street)

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

HOLLISTON, MA 01746

(City) (State) (Zip)

**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   |
| Common Stock                    | 07/25/2013                           |  | F                              |   | 230,434<br>(1)  | D  | \$ 5.52   |
| Common Stock                    | 07/25/2013                           |  | M                              |   | 300,000   | A  | \$ 1.99   |
| Common Stock                    | 07/25/2013                           |  | F                              |   | 108,152<br>(1)  | D  | \$ 5.52   |
| Common Stock                    | 07/25/2013                           |  | M                              |   | 125,000   | A  | \$ 4.01   |

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|              |            |   |                       |   |         |           |   |
|--------------|------------|---|-----------------------|---|---------|-----------|---|
| Common Stock | 07/25/2013 | F | <u>90,806</u><br>(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 | <u>232,608</u><br>(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 | <u>67,481</u><br>(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 | <u>32,523</u><br>(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<br>(2)  | 08/04/2005 08/12/2013                                    | Common Stock 125,000  |
| Stock Option (right to buy)                | \$ 3.18  | 07/25/2013                           |  | M                              | 400,000<br>(2)  | 01/01/2010 08/12/2013                                    | Common Stock 400,000  |
| Stock Option (right to buy)                | \$ 1.99  | 07/25/2013                           |  | M                              | 300,000<br>(2)  | 01/01/2009 08/12/2013                                    | Common Stock 300,000  |

|                             |         |            |   |                |            |            |              |         |
|-----------------------------|---------|------------|---|----------------|------------|------------|--------------|---------|
| Stock Option (right to buy) | \$ 4.28 | 07/25/2013 | M | 300,000<br>(2) | 01/01/2007 | 08/12/2013 | Common Stock | 300,000 |
| Stock Option (right to buy) | \$ 2.98 | 07/25/2013 | M | 125,000<br>(2) | 01/01/2006 | 08/12/2013 | Common Stock | 125,000 |
| Stock Option (right to buy) | \$ 3.57 | 07/25/2013 | M | 50,289<br>(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<br>84 OCTOBER HILL ROAD<br>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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