

HARVARD BIOSCIENCE INC

Form 4

October 22, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
LUSCINSKI SUSAN M

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)

HOLLISTON, MA 01746

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

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

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

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

(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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/18/2013		M	47,247	A \$ 3.18	492,764 ⁽¹⁾	D
Common Stock	10/18/2013		F	36,265 ⁽²⁾	D \$ 5.5	456,499 ⁽¹⁾	D
Common Stock	10/18/2013		M	100,000	D \$ 1.99	556,499 ⁽¹⁾	D
Common Stock	10/18/2013		F	65,960 ⁽²⁾	D \$ 5.5	490,539 ⁽¹⁾	D
Common Stock	10/18/2013		M	38,025	D \$ 4.28	528,564 ⁽¹⁾	D

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Common Stock	10/18/2013	F	33,377 (2)	D	\$ 5.5	495,187 (1)	D
Common Stock	10/18/2013	M	12,500	D	\$ 2.98	507,687 (1)	D
Common Stock	10/18/2013	F	9,343 (2)	D	\$ 5.5	517,030 (1)	D

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

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(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 Underlying Securities (Instr. 3 and 4)
Stock option (right to buy)	\$ 3.18	10/18/2013		M	47,247 (3)	01/01/2013 05/21/2019	Common Stock, par value \$0.01 per share 47,247
Stock option (right to buy)	\$ 1.99	10/18/2013		M	100,000 (3)	01/01/2012 12/04/2018	Common Stock, par value \$0.01 per share 100,000
Stock option (right to buy)	\$ 4.28	10/18/2013		M	38,025 (3)	01/01/2010 08/09/2016	Common Stock, par value \$0.01 per share 38,025
Stock option (right to buy)	\$ 2.98	10/18/2013		M	12,500 (3)	01/01/2009 05/25/2015	Common Stock, par value \$0.01 per share 12,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
LUSCINSKI SUSAN M 84 OCTOBER HILL ROAD HOLLISTON, MA 01746	Chief Operating Officer

Signatures

Susan Luscinski 10/22/2013

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).

Includes (a) a deferred stock award of 16,700 restricted stock units which will vest on Jan 1, 2014; (b) a deferred stock award of 9,374 restricted stock units which vest in equal installments on Jan 1, 2014 and Jan 1, 2015; (c) a deferred stock award of 30,954 restricted stock units which vest in equal installments on Jan 1, 2014, Jan 1, 2015, and Jan 1, 2016; (d) and a deferred stock award of 19,337 restricted stock units which vest in equal installments on Jan 1, 2014, Jan 1, 2015, Jan 1, 2016, and Jan 1, 2017; and (e) 369,152 shares of common stock held by Ms. Luscinski.

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

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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