#### HARVARD BIOSCIENCE INC

Form 4 January 26, 2011

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

84 OCTOBER HILL ROAD

HOLLISTON, MA 01746

(State)

01/25/2011

(City)

Common

Stock

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **GRAZIANO CHANE** Issuer Symbol

HARVARD BIOSCIENCE INC

[HBIO]

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Zip)

(Month/Day/Year) 01/26/2011

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

Person Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

(A)

4.08

Beneficially Owned Following Reported

5. Amount of

Securities

X Director

Applicable Line)

below)

X\_ Officer (give title

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price 11,353 \$ F D  $3,787,128 \frac{(2)}{}$ (1)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Beneficial

Ownership

(Instr. 4)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

(Check all applicable)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check

(D) or

Indirect (I)

(Instr. 4)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

X 10% Owner

6. Ownership 7. Nature of

Form: Direct Indirect

Other (specify

Estimated average

burden hours per

### Edgar Filing: HARVARD BIOSCIENCE INC - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
reporting of their runner, reduces	Director	10% Owner	Officer	Other				
GRAZIANO CHANE 84 OCTOBER HILL ROAD HOLLISTON, MA 01746	X	X	Chief Executive Officer					

## **Signatures**

Thomas
McNaughton

\*\*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) The shares were disposed of to satisfy Mr. Graziano's tax withholding obligation in connection with a deferred stock award granted to Mr. Graziano on June 4, 2010 which vested in part on Jan 1, 2011.
- (2) Includes (a) a deferred stock award of 100,200 restricted stock units which vest in equal installments on Jan 1, 2012, Jan 1, 2013, and Jan 1, 2014 and (b) 3,686,928 shares of common stock held by Mr. Graziano.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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