

HARVARD BIOSCIENCE INC  
 Form 4/A  
 October 23, 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 \*  
**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)

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

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

**HOLLISTON, MA 01746**  
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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                              |   | 47,247  | A  | \$ 3.18   |
| Common Stock                    | 10/18/2013                           |  | F                              |   | 36,265<br>(2)   | D  | \$ 5.5  |
| Common Stock                    | 10/18/2013                           |  | M                              |   | 100,000   | A  | \$ 1.99   |
| Common Stock                    | 10/18/2013                           |  | F                              |   | 65,960<br>(2)   | D  | \$ 5.5  |
| Common Stock                    | 10/18/2013                           |  | M                              |   | 38,025  | A  | \$ 4.28   |

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|              |            |   |               |   |         |             |   |
|--------------|------------|---|---------------|---|---------|-------------|---|
| Common Stock | 10/18/2013 | F | 33,377<br>(2) | D | \$ 5.5  | 495,187 (1) | D |
| Common Stock | 10/18/2013 | M | 12,500        | A | \$ 2.98 | 507,687 (1) | D |
| Common Stock | 10/18/2013 | F | 9,343 (2)     | D | \$ 5.5  | 498,344 (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 Number of Shares                              |
| Stock option (right to buy)                | \$ 3.18  | 10/18/2013                           |  | M                              | 47,247<br>(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<br>(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<br>(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  | 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<br>84 OCTOBER HILL ROAD<br>HOLLISTON, MA 01746 |               |           | Chief Operating Officer |       |

## Signatures

Susan Luscinski 10/23/2013

    Signature of Date  
Reporting Person

## 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 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.
  - (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) Represents 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. 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.