

Gagnon Robert E.
Form 4
July 11, 2018

FORM 4

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

OMB APPROVAL

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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 *
Gagnon Robert E.

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)
07/09/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

C/O HARVARD BIOSCIENCE, INC., 84 OCTOBER HILL ROAD

(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	Price		
Common Stock	07/09/2018		M ⁽¹⁾	A	14,200	\$ 4.31	426,057 ⁽²⁾ ₍₃₎	D
Common Stock	07/09/2018		S ⁽¹⁾	D	14,200	\$ 5.41	411,857 ⁽⁵⁾ ₍₄₎	D
Common Stock	07/10/2018		M ⁽¹⁾	A	13,700	\$ 4.31	425,557 ⁽⁶⁾	D
Common Stock	07/10/2018		S ⁽¹⁾	D	13,700	\$ 5.38	411,857 ⁽⁸⁾ ₍₇₎	D

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Common Stock	07/11/2018		<u>M</u> ⁽¹⁾	62,100	A	\$ 4.31	473,957 ⁽⁹⁾	D
Common Stock	07/11/2018		<u>M</u> ⁽¹⁾	54,172	A	\$ 4.12	528,129 ⁽¹⁰⁾	D
Common Stock	07/11/2018		<u>S</u> ⁽¹⁾	141,300	D	\$ 5.23 ⁽¹¹⁾	386,829 ⁽¹²⁾	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 Number of Shares
Stock option (right to buy)	\$ 4.31	07/09/2018		<u>M</u> ⁽¹⁾	14,200	⁽¹³⁾ 11/18/2023	Common Stock, par value \$0.01 per share 150,000
Stock option (right to buy)	\$ 4.31	07/10/2018		<u>M</u> ⁽¹⁾	13,700	⁽¹³⁾ 11/18/2023	Common Stock, par value \$0.01 per share 135,800
stock option (right to buy)	\$ 4.31	07/11/2018		<u>M</u> ⁽¹⁾	62,100	⁽¹³⁾ 11/18/2023	Common Stock, par value \$0.01 per share 122,100
Stock option (right to buy)	\$ 4.12	07/11/2018		<u>M/K</u> ⁽¹⁾	54,172	⁽¹⁴⁾ 05/30/2024	Common Stock, par value \$0.01 per share 100,000

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The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$5.20 to \$5.30, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (11).

- (12) Includes the awards referenced in clauses (a) through (g) of footnotes (2) and (3) above plus 37,543 shares of common stock held by the Reporting Person.
- (13) The option vested in four equal annual installments on each of November 18, 2014, 2015, 2016 and 2017.
- (14) The option vested in four equal annual installments on each of January 1, 2015, 2016, 2017 and 2018.

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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