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HARRIS & HARRIS GROUP INC /NY/ Form 4 March 20, 2015 FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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

(Print or Type Responses)

if no longer

Section 16.

Form 4 or

Form 5

1(b).

subject to

1. Name and Address of Reporting Person <u>*</u> Ayres W Dillaway JR			2. Issuer Name and Ticker or Trading Symbol HARRIS & HARRIS GROUP INC /NY/ [TINY]			Ι	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			_	Officer (give	title Othe	Owner r (specify	
1450 BROADWAY, 24TH FLOOR			03/19/2015			t	below) below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			ϵ	6. Individual or Joint/Group Filing(Check			
							Applicable Line)			
NEW YOR				_	_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tabl	e I - Non-D	Perivative Securities A	cqui	ired, Disposed of	, or Beneficiall	y Owned	
1.Title of	2. Transaction Dat	e 2A. Deer	med	3.	4. Securities Acquired	1	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Executio	n Date, if		· · ·)	Securities	Ownership	Indirect	
(Instr. 3)		any			(Instr. 3, 4 and 5)		2		Beneficial	
		(Month/I	Day/Year)	(Instr. 8)				× /	Ownership	
							U	()	(Instr. 4)	
					(A)		Reported Transaction(s)	(Instr. 4)		
	Ayres W Di (Last) 1450 BROA NEW YOR (City) 1.Title of Security	Ayres W Dillaway JR (Last) (First) 1450 BROADWAY, 24TH (Street) NEW YORK, NY 10018 (City) (State) 1.Title of 2. Transaction Dat Security (Month/Day/Year)	Ayres W Dillaway JR (Last) (First) (Middle) 1450 BROADWAY, 24TH FLOOR (Street) NEW YORK, NY 10018 (City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deer Security (Month/Day/Year) Execution (Instr. 3) any	Ayres W Dillaway JR Symbol HARRI /NY/ [T (Last) (First) (Middle) 3. Date of (Month/D 1450 BROADWAY, 24TH FLOOR 03/19/24 (Street) 4. If Ame Filed(Mor NEW YORK, NY 10018 (City) (State) (Zip) Tabl 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if	Ayres W Dillaway JR Symbol HARRIS & HAR /NY/ [TINY] (Last) (First) (Middle) 3. Date of Earliest Tr (Month/Day/Year) 1450 BROADWAY, 24TH FLOOR 03/19/2015 (Street) 4. If Amendment, Da Filed(Month/Day/Year) NEW YORK, NY 10018 (City) (State) (Zip) Table I - Non-E 1.Title of 2. Transaction Date 2A. Deemed 3. Security (Month/Day/Year) Execution Date, if Transaction (Instr. 3) any Code	Ayres W Dillaway JR Symbol HARRIS & HARRIS GROUP INC /NY/ [TINY] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 1450 BROADWAY, 24TH FLOOR 03/19/2015 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) NEW YORK, NY 10018 (City) (State) (Zip) Table I - Non-Derivative Securities A 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquirect Security (Month/Day/Year) Execution Date, if Transactior(A) or Disposed of (D (Instr. 3) any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)	Ayres W Dillaway JR Symbol HARRIS & HARRIS GROUP INC /NY/ [TINY] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 1450 BROADWAY, 24TH FLOOR 03/19/2015 (Street) 4. If Amendment, Date Original (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) NEW YORK, NY 10018 (City) (State) (Zip) NEW YORK, NY 10018 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired Security (Month/Day/Year) Execution Date, if Transactior(A) or Disposed of (D) any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)	Ayres W Dillaway JR Symbol HARRIS & HARRIS GROUP INC (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 1450 BROADWAY, 24TH FLOOR (Street) 4. If Amendment, Date Original (Street) 4. If Amendment, Date Original (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) NEW YORK, NY 10018 (City) (State) (Zip) NEW YORK, NY 10018 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired, Disposed of Security (Month/Day/Year) Execution Date, if Security (Month/Day/Year) (Instr. 8) (A)	Ayres W Dillaway JR Symbol HARRIS & HARRIS GROUP INC /NY/ [TINY] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 1450 BROADWAY, 24TH FLOOR (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filin Applicable Line) XEW YORK, NY 10018 (City) (State) (Zip) NEW YORK, NY 10018 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficiall 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired, Disposed of, or Beneficiall 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Security (Month/Day/Year) Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (A)	

or (Instr. 3 and 4) Code V Amount (D) Price Common \$ 03/19/2015 P⁽¹⁾ 2,100 А 49,123 D Stock 3.0139

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.

Transaction(s)

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

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

1. Title of Derivative Security (Instr. 3)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer Other				
Ayres W Dillaway JR 1450 BROADWAY 24TH FLOOR NEW YORK, NY 10018	Х						
Signatures							
/s/ Jackie Matthews by Power of Attorney	of	03/20	/2015				
**Signature of Reporting Person		D	ate				
Evenlay attack of Da							

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 purchase reported in this Form 4 was effected pursuant to a Rule 10b5-1 purchase plan.

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.