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HARRIS & HARRIS GROUP INC /NY/

Form 8-K October 28, 2004

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

FORM 8-K

Current Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):

October 27, 2004

HARRIS & HARRIS GROUP, INC.

(Exact name of registrant as specified in its charter)

0-11576 13-3119827 New York

_____ (State or other jurisdiction (Commission File (I.R.S. Employer

of incorporation)

Number)

Identification No.)

111 West 57th Street New York, New York 10019

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (212) 582-0900

Item 2.02. Results of Operations and Financial Condition.

On October 27, 2004, Harris & Harris Group issued a press release announcing its financial results for the three and nine months ended September 30, 2004. The text of the press release is included as Exhibit 99.1 to this Form 8-K.

Item 9.01. Financial Statements and Exhibits

(a) Not applicable.

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- (b) Not applicable.
- (c) Exhibits.

Exhibit No. Description

99.1 Press release dated October 27, 2004

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: October 28, 2004 HARRIS & HARRIS GROUP, INC.

By: /s/ Mel P. Melsheimer

Mel P. Melsheimer

President and Chief Financial Officer

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EXHIBIT INDEX

Exhibit No. Description

99.1 Press release dated October 27, 2004

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