

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Rossi Michael A.</u> (Last) (First) (Middle) C/O HARVARD BIOSCIENCE, INC. 84 OCTOBER HILL ROAD (Street) HOLLISTON MA 01746 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HARVARD BIOSCIENCE INC [HBIO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Financial Officer
	3. Date of Earliest Transaction (Month/Day/Year) 12/29/2022	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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	12/29/2022		F		3,162 ⁽¹⁾	D	\$2.55	267,338 ⁽²⁾	D	
Common Stock	12/29/2022		F		3,763 ⁽³⁾	D	\$2.55	263,575 ⁽⁴⁾	D	
Common Stock	12/29/2022		F		3,035 ⁽⁵⁾	D	\$2.55	260,540 ⁽⁶⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

- The shares were disposed of to satisfy the Reporting Person's tax withholding obligation in connection with a restricted stock unit award previously granted to the Reporting Person that vested in part on December 29, 2022.
- Include (a) 20,681 restricted stock units that will vest in two equal installments on December 29, 2023 and 2024, (b) 21,545 restricted stock units that will vest on June 11, 2023, (c) 12,821 restricted stock units that will vest on December 29, 2023, (d) 65,592 restricted stock units with performance based vesting conditions, (e) 10,772 restricted stock units that will vest on December 29, 2023, and (f) 135,927 shares of common stock beneficially owned by the Reporting Person.
- The shares were disposed of to satisfy the Reporting Person's tax withholding obligation in connection with a restricted stock unit award previously granted to the Reporting Person that vested in part on December 29, 2022.
- Includes (a) the shares and awards described in footnote (2) above, less (b) the disposition of shares reported in footnote (3) above.
- The shares were disposed of to satisfy the Reporting Person's tax withholding obligation in connection with a performance restricted stock unit award previously granted to the Reporting Person that vested in part on December 29, 2022.
- Includes (a) the shares and awards described in footnote (2) above, less (b) the disposition of shares reported in footnotes (3) and (5) above.

Remarks:

The Reporting Person resigned as Chief Financial Officer effective December 31, 2022.

/s/ David Sirois, by power of attorney 01/03/2023

** Signature of Reporting Person Date

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

* 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).

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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