FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: Estimated average burden

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940														0.5					
1. Name and Address of Reporting Person* 2. Issue							Issuer Name and Ticker or Trading Symbol HARVARD BIOSCIENCE INC [HBIO]								5. Relationship of Re (Check all applicable Director		ting P	. ,	lssuer Owner
(Last) (First) (Middle) TWO INTERNATIONAL PLACE						3. Date of Earliest Transaction (Month/Day/Year) 04/01/2009									Offic belo	cer (give title w)	е	Other below	(specify y)
(Street) BOSTON MA 02110 (City) (State) (Zip)				4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable ine) Form filed by One Reporting Person X Form filed by More than One Reporting Person					
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Y						n 2A. Deemed Execution Date,			3. Transa Code (ection	sposed of, or Benefic 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar			A) or	5. Amo Securit Benefic	unt of ties cially	Forr (D) (wnership m: Direct or Indirect	7. Nature of Indirect Beneficial
					l (w		ioniii/Day/ reai j		8) Code	v	Amount		(A) or (D)	Pric	Report Transa	Following ed ction(s) 3 and 4)	(1) (11	nstr. 4)	Ownership (Instr. 4)
Common Stock 04/01/200					009	09		J ⁽¹⁾		2,746,988	(1)	D ⁽¹⁾	\$0	99	7,831		I	See Footnote ⁽¹⁾	
		Та	ıble II								oosed of, convertib					l		,	
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)		of Deri Sec Acq (A) of Disp of (I	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		e Exer ation D h/Day/		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		I	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly Or For Di	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable		Expiration Date	Tit	or Nu of	nount imber ares					
	nd Address of ne Advisc	Reporting Person*																	
(Last) TWO IN SUITE 1	TERNATIO	(First) NAL PLACE	(N	1iddle)															
(Street) BOSTON	N	MA	02	2110															

(City) (State) **Explanation of Responses:**

(State)

(First)

MA

C/O SKYSTONE CAPITAL MANAGEMENT LP TWO INTERNATIONAL PLACE, SUITE 1800

1. Name and Address of Reporting Person*

(Zip)

(Middle)

02110

(Zip)

(City)

(Last)

(Street) **BOSTON**

Nelson Kerry

1. Shares reported herein represent shares held by HSE Master Fund Limited Partnership, for which Skystone Advisors LLC ("Skystone") serves as general partner. Ms. Nelson is the managing member of Skystone. Prior to April 1, 2009, Skystone also served as the investment member of the general partner of HSO Limited Partnership ("HSO"), and Skystone and Ms. Nelson previously also reported indirect beneficial interest in 2,746,988 shares held by HSO. As of April 1, 2009, neither Skystone nor Ms. Nelson holds any beneficial interest in any shares held by HSO. Each of Ms. Nelson and Skystone disclaims beneficial ownership of the shares reported herein, except the the extent of her or its pecuniary interest therein, and the inclusion of the shares reported herein shall not be deemed an admission of beneficial ownership of such shares for purposes of Section 16 or for any other purpose.

/s/ Skystone Advisors LLC, by 04/10/2009

Kerry Nelson, Managing

Member

<u>/s/ Kerry Nelson</u> <u>04/10/2009</u>

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.