

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):

July 26, 2004

HARRIS & HARRIS GROUP, INC.

(Exact name of registrant as specified in its charter)

New York 0-11576 13-3119827
(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 7. Financial Statements and Exhibits

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

Exhibit No. Description

99.1 Press release dated July 20, 2004

Item 9. Regulation FD Disclosure.

In accordance with interim guidance of the Securities and Exchange Commission, this disclosure pursuant to Item 12 of Form 8-K is made under Item 9.

On July 20, 2004, Harris & Harris Group, Inc. issued a press release announcing its financial results for the period ending June 30, 2004. The text of the press release is included as an exhibit to this Form 8-K. Pursuant to the rules and regulations of the Securities and Exchange Commission, such exhibit and the information set forth therein and herein is deemed to be furnished and shall not be deemed to be filed.

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: July 26, 2004 HARRIS & HARRIS GROUP, INC.

By: /s/ Helene B. Shavin

Helene B. Shavin
Vice President and Controller

EXHIBIT INDEX

Exhibit No. Description

99.1 Press release dated July 20, 2004

PRESS RELEASE

FOR IMMEDIATE RELEASE

HARRIS & HARRIS GROUP, INC. JULY 20, 2004
111 WEST 57TH STREET, SUITE 1100
NEW YORK, NEW YORK 10019 CONTACT: CHARLES E. HARRIS

NASDAQ/NMS SYMBOL: TINY TEL. NO. (212) 582-0900

HARRIS & HARRIS GROUP REPORTS BALANCE SHEET
AS OF JUNE 30, 2004

Harris & Harris Group, Inc., announced today that its unaudited net asset value at June 30, 2004, was \$39,266,216. Net asset value per share (NAV) was \$2.85, the same as previously reported as of June 29, 2004, in the Company's prospectus dated June 30, 2004. On a pro-forma basis, including the net proceeds of the sale of 3,450,000 shares of common stock (which were offered on June 30, 2004, in a transaction that closed on July 7, 2004) at \$11.25 per share, net asset value was \$75,152,075, and NAV was \$4.36.

SUMMARY OF FINANCIAL RESULTS

| | June 30, 2004 (Unaudited) | March 31, 2004 (Unaudited) | December 31, 2003 (Audited) |
|-------------------------------------|------------------------------|-------------------------------|--------------------------------|
| Total Assets | \$42,342,430 | \$55,105,581 | \$44,115,128 |
| Net Assets | \$39,266,216 | \$41,503,253 | \$40,682,738 |
| Total Net Income | | | |
| Tax Liability | \$661,294 | \$658,309 | \$651,969 |
| Net Asset Value per Share | \$2.85 | \$3.01 | \$2.95 |
| Shares Outstanding | 13,798,845 | 13,798,845 | 13,798,845 |
| Pro-forma Net Assets | \$75,152,075 | | |
| Pro-forma Net Asset Value per Share | \$4.36 | | |
| Pro-forma Shares Outstanding | 17,248,845 | | |

Harris & Harris Group is a publicly traded venture capital company that now makes initial investments exclusively in tiny technology, including nanotechnology, microsystems and microelectromechanical systems (MEMS). The Company's last 16 initial private equity investments have been in tiny-technology enabled companies. The Company has 17,248,845 common shares outstanding.

Detailed information about Harris & Harris Group, Inc. and its holdings can be found on its website at <http://www.TinyTechVC.com>.

This press release may contain statements of a forward-looking nature relating to future events. These forward-looking statements are subject to the inherent uncertainties in predicting future results and conditions. These statements reflect the Company's current beliefs, and a number of important factors could cause actual results to differ materially from those expressed in this press release. Please see the Company's Annual Report on Form 10-K

and recent Prospectus filed with the Securities and Exchange Commission for a more detailed discussion of the risks and uncertainties associated with the Company's business, including but not limited to the risks and uncertainties associated with venture capital investing and other significant factors that could affect the Company's actual results. Except as otherwise required by Federal securities laws, Harris & Harris Group, Inc., undertakes no obligation to update or revise these forward-looking statements to reflect new events or uncertainties.