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

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**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):

June 13, 2013 (June 13, 2013)

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**HARRIS & HARRIS GROUP, INC.**

(Exact name of registrant as specified in its charter)

**New York**  
(State or other jurisdiction of  
incorporation)

**0-11576**  
(Commission File  
Number)

**13-3119827**  
(IRS Employer  
Identification No.)

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**1450 Broadway**  
**New York, New York 10018**

(Address of principal executive offices and zip code)

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**(212) 582-0900**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

On June 13, 2013, Harris & Harris Group, Inc. (the "Company") noted the announcement by Carl Zeiss AG of its planned acquisition of Xradia, Inc. The Company is an investor in privately held Xradia, Inc. The Company's press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

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

**Exhibit No.**

**Description**

99.1

Press Release dated June 13, 2013

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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: June 13, 2013

HARRIS & HARRIS GROUP, INC.

By: /s/ Douglas W. Jamison  
Douglas W. Jamison  
Chief Executive Officer

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EXHIBIT INDEX

Exhibit No.

Description

99.1

Press Release dated June 13, 2013

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**PRESS RELEASE**

**FOR IMMEDIATE RELEASE**

**HARRIS & HARRIS GROUP, INC.®**  
**1450 BROADWAY, 24<sup>TH</sup> FLOOR**  
**NEW YORK, NY 10018**  
**TEL. NO. (212) 582-0900**

**JUNE 13, 2013**

**CONTACT: DOUGLAS W. JAMISON**

**Harris & Harris Group Notes Carl Zeiss'  
Planned Acquisition of Xradia**

Harris & Harris Group, Inc. (NASDAQ: TINY), an early-stage, active investor in transformative companies, notes today's announcement by Carl Zeiss AG of its planned acquisition of Xradia, Inc. After the closing of the transaction, Xradia will operate under the new name of Carl Zeiss X-ray Microscopy, Inc. The closing of the transaction is subject to the fulfillment of customary closing conditions. Both parties have agreed to keep the purchase price confidential. The press release can be viewed at <http://www.zeiss.de/press/pr002a1faa>.

Harris & Harris Group is an investor in privately held Xradia. As of March 31, 2013, we valued our securities of Xradia at \$13,140,763, and our cost basis in Xradia is \$4,000,000. We currently expect to receive up to approximately \$15 million in proceeds from the sale, including amounts to be held in escrow.

"We are excited to see Xradia's imaging solutions become part of Carl Zeiss' family of products. The synergies between the two companies are obvious. A disruptive 3D X-ray technology from Xradia in combination with the global outreach and operational excellence of Carl Zeiss will bring Xradia's imaging tools into customers' hands around the globe," said Alexei Andreev, Executive Vice President and Managing Director at Harris & Harris Group. "We congratulate the founders and the management of Xradia for the successful outcome of their endeavor and hard work."

Doug Jamison, CEO of Harris & Harris Group, added, "Harris & Harris Group led the first institutional round of financing of Xradia. Our involvement with the development of this transformative technology from an idea to a growing, commercial company has been exciting. This successful investment, following multiple liquidity events in recent years, is another example of the potential of our distinct investment model."

Detailed information about Harris & Harris Group and its holdings can be found on its website at [www.HHVC.com](http://www.HHVC.com) and on Facebook at [www.facebook.com/harrisharrisvc](http://www.facebook.com/harrisharrisvc).

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 for the fiscal year ended December 31, 2012, as well as subsequent filings, 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, the Company undertakes no obligation to update or revise these forward-looking statements to reflect new events or uncertainties. The references to the websites [www.HHVC.com](http://www.HHVC.com), [www.Facebook.com](http://www.Facebook.com) and [www.Zeiss.com](http://www.Zeiss.com) have been provided as a convenience, and the information contained on such websites is not incorporated by reference into this press release. Harris & Harris Group is not responsible for the contents of third party websites.

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