| FORM 4 |
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| Check this box if no |
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| longer subject to |
| Section 16. Form 4 or |
| Form 5 obligations |
| may continue. See |
| Instruction 1(b). |

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

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02)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

| (Print of Type Responses) | | | | | | | | | | | |
|--|---|--|------------|--|------------------------------------|------------------------------|---|--|--|-------------------------|--|
| 1. Name and Address of Reporting Portion ROBERTS JAMES E | 2. Issuer Name and Ticker or Trading Symbol HARRIS & HARRIS GROUP INC /NY/ [tiny] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
| (Last) (First) 1111 WEST 57TH STREET, SU | (Middle) ITE 1100 | 3. Date of Earliest Transaction (Month/Day/Year) 03/18/2005 | | | | | | Officer (give title below) | Other (specify b | below) | |
| (Street) NEW YORK, NY 10019 | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) (State) | (Zip) | Table I - Non-Derivative Securities Acquired, | | | | | | red, Disposed of, or Beneficially Owned | | | |
| 1.Title of Security (Instr. 3) | Date (Month/Day/Year) | Execution Date, if | (Instr. 8) | | 4. Secur (A) or D (Instr. 3, | isposed 4 and 5 (A) or | of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) | Beneficial Ownership | |
| Common Stock | 03/18/2005 | | Code P | | Amount 475 | (D) A | Price \$ 12.18 | 17,740 | (Instr. 4) D | | |

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

SEC 1474 (9-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 control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| (<i>e.g.</i> , puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | |
|---|-------------|------------------|--------------------|-------------|------|----------|----------------|------------|--------|----------|-------------|----------------|-------------|-------------|
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | 4. | 5. | Numbe | r 6. Date Exer | cisable | 7. Tit | tle and | 8. Price of | 9. Number of | 10. | 11. Nature |
| Derivative | Conversion | Date | Execution Date, if | Transaction | n of | | and Expirati | on Date | Amo | unt of | Derivative | Derivative | Ownership | of Indirect |
| Security | or Exercise | (Month/Day/Year) | any | Code | De | erivativ | e (Month/Day | /Year) | Unde | erlying | Security | Securities | Form of | Beneficial |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Se | curities | | | Secu | rities | (Instr. 5) | Beneficially | Derivative | Ownership |
| | Derivative | | | | Ac | equired | | | (Insti | r. 3 and | | Owned | Security: | (Instr. 4) |
| | Security | | | | (A | .) or | | | 4) | | | Following | Direct (D) | |
| | | | | | | sposed | | | | | | Reported | or Indirect | |
| | | | | | | (D) | | | | | | Transaction(s) | < / < | |
| | | | | | | nstr. 3, | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | 4, | and 5) | | | | | | | | |
| | | | | | | | | | | Amount | | | | |
| | | | | | | | Date | Expiration | | or | | | | |
| | | | | | | | Exercisable | • | Title | Number | | | | |
| | | | | | | | | Date | | of | | | | |
| | | | | Code V | ' (A | A) (D) | | | | Shares | | | | |

Reporting Owners

| | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| ROBERTS JAMES E 111 WEST 57TH STREET SUITE 1100 NEW YORK, NY 10019 | х | | | | | | |

Signatures

| James E. Roberts | 03/18/2005 |
|----------------------------------|------------|
| Signature of Reporting Person | Date |

Explanation of Responses:

* 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.

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