FORM	4
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Check this box if no
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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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

(rint of Type Responses)											
1. Name and Address of Reporting Person Egan Patricia N	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) Director 10% Owner				
(Last) (First) 1111 WEST 57TH STREET, SUITE	1100	3. Date of Earliest Transaction (Month/Day/Year) 11/11/2009					X Officer (give title below) Other (specify below) Chief Accounting Officer				
(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)	Т	able I - Nor	1-Der	vivative S	ecurities	Acqu	uired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	Execution Date, if any	ion Date, if Code		(A) or Disposed of (D)			Transaction(s)	Ownership Form:	Beneficial		
		(Month/Day/Year)	Code	V	Amount	(A) or (D)	Price	× ,	Direct (D) or Indirect (I) (Instr. 4)		

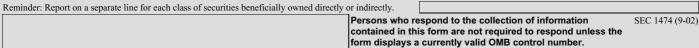


 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (a a puts calls warrants options convertible securities)

(<i>e.g.</i> , puts, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. Number 6. Date Exercisable and 7		7. Title and 8.		8. Price of	9. Number of	10.	11. Nature		
Derivative	Conversion	Date	Execution Date, if	Transact	ion	of Expiration Date		Amount of Deri		Derivative	Derivative	Ownership	of Indirect		
Security	or Exercise	(Month/Day/Year)	any	Code		Derivat	ive	(Month/Day	/Year)	Underlying Security		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8))	Securit	Securities		Securities (Instr. 5)		Beneficially	Derivative	Ownership		
	Derivative					Acquire	Acquired (1		(Instr. 3 and 4)		Owned	Security:	(Instr. 4)		
	Security					(A) or	A) or					Direct (D)			
						Dispos	ed			1	or Indirect				
						of (D)					Transaction(s)				
						(Instr. 3	, 4,				(Instr. 4)	(Instr. 4)			
						and 5)									
											Amount				
								Date	Expiration		or				
								Exercisable			Number				
				Code	x 7	(4)					of				
				Code	v	(A)	(D)				Shares				
Employee															
Stock										C					
Option	\$ 4.49	11/11/2009		А		4,000		<u>(1)</u>	11/11/2014	Common	4,000	\$ 0	4,000	D	
(Right to	• • •					,				Stock	,		,		
Buy)															
Buy)															

Reporting Owners

Reporting Owner Name / Address	Relationships							
reporting o when runne / runne os		10% Owner	Officer	Other				
Egan Patricia N 111 WEST 57TH STREET SUITE 1100 NEW YORK, NY 10019			Chief Accounting Officer					

Signatures

/s/ Patricia N. Egan	11/11/2009
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).

(1) 1,000 options vest on November 11, 2010; 2,000 options vest on November 11, 2011; and 1,000 options vest on November 11, 2012.

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.