FORM 4

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

OMB APPR	ROVAL
OMB Number:	3235-0287
Estimated average	burden
nours per response	0.5

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

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

pe Responses															
1. Name and Address of Reporting Person * 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)									
	FLOOR 24		3. Date of Earliest Transaction (Month/Day/Year) 03/18/2010				X	X Officer (give title below) Other (specify below) General Counsel							
DIZ NIV 10	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				_X_ F	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person							
	(State)	(Zip)	Table I - Non-Derivative Securities Acon												
ecurity		2. Transaction Date (Month/Day/Year)	Execution any	n Da	ate, if	3. Tran Code (Instr. 8	saction B)	4. Secu (A) or l (Instr. 3	Disposed o 3, 4 and 5)	coquired 5. Amount of Securities Berd of (D) Owned Following Reported Transaction(s) (Instr. 3 and 4)		eneficially 6	Ownership of orm: Be Direct (D) Or Indirect (In	eneficial wnership	
Report on a se	eparate line for eac	Table II - 1	Derivativ	e Sec	curities	s Acqu	Perso conta form ired, Dis	ons whained in display	n this form ys a curre of, or Benef	n are not rently valid	required OMB co	to respon	d unless th		74 (9-02)
Title of crivative curity or Exercise 1str. 3) Price of Derivative Security Title of Conversion Date (Month/Day/Year) Price of Derivative Security 3. Transaction Execution Date, if Transaction Code (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) 5. Num of Derivative (Month/Day/Year) (A) or Dispos (D)		mber 6. Date Exercisable and Expiration Date (Month/Day/Year) sed of 3, 4,			7. Title and Amount of Underlying Securities	Title and 8. Price ount of Deriva Security urities (Instr.		ve Derivative Securities Deneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial					
			Code	V	(A)	(D)				Title	Amount or Number of Shares				
\$ 4.75	03/18/2010		A		15,00	00	(1)	03	3/18/2015	Common Stock	15,000	\$ 0	15,000	D	
	d Address of andra Matron DADWAY, RK, NY 10 curity Report on a second or Exercise Price of Derivative Security	d Address of Reporting Person andra Matrick (First) DADWAY, FLOOR 24 (Street) RK, NY 10018 (State) ecurity 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year	d Address of Reporting Person andra Matrick (Middle) DADWAY, FLOOR 24 (Street) RK, NY 10018 (State) (Zip) ecurity 2. Transaction Date (Month/Day/Year) Report on a separate line for each class of securities Table II - 2. Conversion or Exercise Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) 3. M. Deemed Execution Date, in any (Month/Day/Year) (Month/Day/Year)	d Address of Reporting Person 2. Issuer HARRIS andra Matrick (First) (Middle) 3. Date of 03/18/20 (Street) 4. If Amer (Street) 2. Transaction Date (Month/Day/Year) 2. Trable II - Derivative (e.g., puts, puts, purious) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. 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Issuer Name and Ticker or Trading Symbol HARRIS & HARRIS GROUP INC /NY/ [TINY] (Street) 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Report on a separate line for each class of securities beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Benefor (e.g., puts, calls, warrants, options, convertible security 2. Transaction Date (Month/Day/Year) (A) or Disposed of (D) (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Benefor (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) A S. 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If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3, 4 and 5) (Month/Day/Year) Report on a separate line for each class of securities beneficially owned directly or indirectly. 2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Code (Month/Day/Year) Report on a separate line for each class of securities beneficially owned directly or indirectly. 2. Transaction Code (Month/Day/Year) Report on a separate line for each class of securities beneficially owned directly or indirectly. 2. Transaction Code (Month/Day/Year) Report on a separate line for each class of securities beneficially owned directly or indirectly. 2. Transaction Code (Month/Day/Year) Report on a separate line for each class of securities beneficially owned directly or indirectly. 2. Transaction Code (Month/Day/Year) Report on a separate line for each class of securities beneficially owned directly or indirectly. 2. Transaction Code (Month/Day/Year) A Date Exercisable and Amount of Derivative Securities Acquired (Month/Day/Year) A Date Exercisable and Amount of Derivative Securities Acquired (Month/Day/Year) A Date Exercisable and Amount of Date or Namber of Shares Amount of Code (Month/Day/Year) Amount of Date or indirectly. 2. Transaction Code (Month/Day/Year) A Date Exercisable and Amount of Date or Namber of Shares Amount of Securities Acquired (Month/Day/Year) Amount of Securities Acquired (A) or Disposed of (D) (Instr. 3) and 4) A Date Exercisable and Amount of Securities Acquired (Month/Day/Year) Amount of Securities Acquired (2. Issuer Name and Ticker or Trading Symbol HARRIS & HARRIS & HARRIS GROUP INC/NY/[TINY] 5. Relationship of Reporting Person(a) (Check all applicable	Address of Reporting Persons* 2. Issuer Name and Ticker or Trading Symbol HARRIS & HARRIS GROUP INC 'NY/ [TINY] 3. Date of Earliest Transaction (Month/Day/Year) (Stree) 4. If Amendment, Date Original Filed(Month/Day/Year) (Month/Day/Year) (Month/Day

Reporting Owner Name / Address	Relationships						
reporting Owner Name / Madress	Director 10% Owner		Officer	Other			
Forman Sandra Matrick 1450 BROADWAY FLOOR 24			General Counsel				
NEW YORK, NY 10018							

Signatures

/s/ Sandra Matrick Forman	03/18/2010
**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) 3,750 options vest on 3/18/2011; 7,500 options vest on 3/18/2012; and 3,750 options vest on 3/18/2013.

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.