FORM 4

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

| OMB APPRO | OVAL |
|--------------------|-----------|
| OMB Number: | 3235-0287 |
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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).

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

| rillit of Ty | pe Kesponse | (8) | | | | | | | | | | | | | | | | |
|---|-------------|------------------------------------|---------|--|--|---------------------------------------|-----|--|--------------|--|------------------------------|---|--|---|--|---|--|--|
| 1. Name and Address of Reporting Person * PRESSMAN LORI D | | | | | 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) (Middle) 111 WEST 57TH STREET, SUITE 1100 | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/30/2006 | | | | | | | Officer (give title below) Other (specify below) | | | | | | |
| (Street) NEW YORK, NY 10019 | | | | 4. If | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | | _X_ Form | 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 Acqui | | | | | | | uired, Dis | ired, Disposed of, or Beneficially Owned | | | | | |
| 1.Title of Security (Instr. 3) | | | Date | | Execut any | eemed tion Date, if h/Day/Year) | | Code (Instr. 8) | | ion 4. Securities Acquired (A) or Disposed of (D (Instr. 3, 4 and 5) | | | | Following | Ownership Form: | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | (IVIOIIII | ii/Day/10a | 11) | Code | V | Amount | (A) or (D) | Price | | (Instr. 3 and 4) | | | (Instr. 4) | |
| Common | Stock | | 08/30/ | 2006 | | | | P | | 292 | | \$ 11.19 | 6,532 | | | D | | |
| indirectly. | | | | Table II - I | | tive Secur | | | the ed, I | ntained i form dis | n this splays of, or I | form as a cur | are not re rently va ially Own | lection of in quired to re lid OMB co | espond un | less | EC 1474 (9- 02) | |
| 1. Title of Derivative Security (Instr. 3) | Conversion | 3. Transacti Date (Month/Day | //Year) | 3A. Deemed Execution Daany (Month/Day/ | ate, if | Code | on | 5. Number of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | and (M | d Expirati Ionth/Day | on Date/Year) | e Ai Ui Se (Ii 4) | Title and mount of nderlying ecurities astr. 3 and | Derivative Security (Instr. 5) | 9. Number Derivative Securities Beneficially Owned Following Reported Transactior (Instr. 4) | Owners Form o Derivat Security Direct (or Indir | Ownershi y: (Instr. 4) D) ect | |
| | | | | | | Code | V | (A) (D) | | | | | Shares | | | | | |
| Ranar | ting () | wnore | | | | | | | | | | | | | | | | |

Reporting Owners

| | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| PRESSMAN LORI D 111 WEST 57TH STREET SUITE 1100 NEW YORK, NY 10019 | X | | | | | | |

Signatures

| /s/ Jackie Matthews by Power of Attorney | 08/30/2006 |
|--|------------|
| 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.