

HARRIS & HARRIS GROUP INC /NY/
Form DEFA14A
April 19, 2013

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

- Filed by the Registrant x
Filed by a Party other than the Registrant o
Check the appropriate box:
 Preliminary Proxy Statement
 Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
 Definitive Proxy Statement
 Definitive Additional Materials
 Soliciting Material Pursuant to §240.14a-12

Harris & Harris Group, Inc.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):
 No fee required.
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3)

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Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

o Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Dear Harris & Harris Group, Inc. Shareholder:

Harris & Harris Group, Inc. is providing additional information relating to its Annual Meeting of Shareholders to be held on May 2, 2013, regarding the attendance of Lucio L. Lanza during 2012 at the meetings of the Board of Directors and the committees on which he served. While Mr. Lanza only attended 70 percent of the total meetings of the Board of Directors and the Audit, Compensation, Executive, Independent Director and Valuation Committees on which he served in 2012, two of the meetings that he did not attend were the result of medical issues. If those two absences were excluded from the number of absences, Mr. Lanza would have attended 80 percent of the total meetings of the Board of Directors and of the Audit, Compensation, Executive, Independent Director and Valuation Committees on which he served in 2012.

Thank you for your investment in Harris & Harris Group, Inc. and for voting your shares. If you have questions or need help voting your shares, please call our proxy solicitation firm, Phoenix Advisor Partners, at 877-478-5038.

By Order of the Board of Directors,

/s/ Sandra M. Forman

New York, New York Sandra M. Forman

April 19, 2013 Secretary