GRAHAM CORP Form 4

November 16, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 3235-0287 Number:

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OMB APPROVAL

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SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** Glajch Jeffrey | 2. Issuer Name and Ticker or Trading Symbol GRAHAM CORP [GHM] | 5. Relationship of Reporting Person(s) to Issuer | | | |
|---|--|---|--|--|--|
| (Last) (First) (Middle) C/O GRAHAM CORPORATION, 20 FLORENCE AVENUE | 3. Date of Earliest Transaction (Month/Day/Year) 11/15/2016 | (Check all applicable) DirectorX_ Officer (give title Other (specify below) VP-Finance; CFO | | | |
| (Street) | 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 | | | |
| ΒΑΤΑΥΙΑ ΝΥ 14020 | | Form filed by More than One Reporting | | | |

BATAVIA, NY 14020

(State)

(Zip)

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Person

| | | | | | | , | , | • |
|--------------------------------------|---|---|---|------------------|--|--|---|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| | | Code V | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 11/15/2016 | S | 5,731 | D | \$ 20.5 | 52,358 | D | |
| Common Stock | 11/15/2016 | S | 700 | D | \$ 20.56 | 51,658 | D | |
| Common Stock | 11/15/2016 | S | 300 | D | \$ 20.57 | 51,358 | D | |
| Common Stock | 11/15/2016 | S | 200 | D | \$ 20.58 | 51,158 | D | |
| Common Stock | 11/15/2016 | S | 100 | D | \$ 20.59 | 51,058 | D | |

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| Common Stock | 11/15/2016 | S | 200 | D | \$ 20.61 | 50,858 | D |
|-----------------|------------|---|-----|---|-------------|--------|---|
| Common Stock | 11/15/2016 | S | 200 | D | \$ 20.63 | 50,658 | D |
| Common Stock | 11/15/2016 | S | 100 | D | \$ 20.66 | 50,558 | D |
| Common Stock | 11/15/2016 | S | 204 | D | \$ 20.74 | 50,354 | D |
| Common Stock | 11/15/2016 | S | 98 | D | \$ 20.75 | 50,256 | D |

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

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SEC 1474 (9-02)

> 8. Pri Deriv Secur (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. conNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|---------------------------------------|--|---------------------|--------------------|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 15.25 (1) | | | | | 05/20/2013 | 05/20/2020 | Common Stock | 1,739 (1) |
| Stock Option (Right to Buy) | \$ 18.65 (1) | | | | | 05/30/2015 | 05/30/2022 | Common Stock | 7,141 (1) |

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

Glajch Jeffrey C/O GRAHAM CORPORATION 20 FLORENCE AVENUE BATAVIA, NY 14020

VP-Finance; CFO

Signatures

/s/ Jeffrey F. 11/16/2016 Glajch

**Signature of Date

Reporting Person

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) This option was previously reported by Mr. Glajch.

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.

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