### Edgar Filing: GRAHAM CORP - Form 4

GRAHAM Form 4 August 11,											
FORM 4 UNIT		NITED STATES SECURITIES AND EXCHANGE COMMISSION							PROVAL 3235-0287		
Check ti if no lor subject Section Form 4 Form 5 obligation may con <i>See</i> Inst 1(b).	nger to 16. or Filed pu ons ntinue. ruction	WENT OF CHA rsuant to Section (a) of the Public 30(h) of the	<b>SECU</b> n 16(a) of t : Utility Ho	Expires: January 3 Expires: 200 Estimated average burden hours per response 0.							
1. Name and	Address of Reporting	Symb				8	5. Relationship of I Issuer	Reporting Pers	on(s) to		
(Last) (First) (Middle) 3			GRAHAM CORP [GHM] 3. Date of Earliest Transaction (Month/Day/Year) 08/07/2008				(Check all applicable) Director 10% Owner Officer (give title Other (specify below)				
BATAVIA	(Street) ., NY 14020		Amendment, I Month/Day/Ye	-	nal	-	5. Individual or Joi Applicable Line) _X_ Form filed by Ou Form filed by Mo Person	ne Reporting Per	rson		
(City)	(State)	(Zip) T	able I - Non	-Derivativ	e Sect	ırities Acqu	ired, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Year	Date, if Transaction Disposed of (D) Code (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	DwnershipIndirectForm:BeneficialDirect (D)Ownershipor Indirect(Instr. 4)I)		
Common Stock	08/07/2008		S	600	D)	\$ 100.7067	138,225	D			
Common Stock	08/07/2008		S	900	D	\$ 100.62	137,325	D			
Common Stock	08/07/2008		S	2,000	D	\$ 100.5	135,325	D			
Common Stock	08/07/2008		S	2,000	D	\$ 100.35	133,325	D			
Common Stock	08/07/2008		S	7,000	D	\$ 100.25	126,325	D			

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Common Stock	08/07/2008	S	2,000	D	\$ 100.05	124,325	D
Common Stock	08/07/2008	S	8,000	D	\$ 100	116,325	D
Common Stock	08/07/2008	S	2,000	D	\$ 99.9305	114,325	D
Common Stock	08/07/2008	S	1,000	D	\$ 99.5	113,325	D
Common Stock	08/07/2008	S	100	D	\$ 99.1	113,225	D
Common Stock	08/08/2008	S	500	D	\$ 98.652	112,725	D
Common Stock	08/08/2008	S	100	D	\$ 98.5	112,625	D
Common Stock	08/08/2008	S	500	D	\$ 98.224	112,125	D
Common Stock	08/08/2008	S	500	D	\$ 98.197	111,625	D
Common Stock	08/08/2008	S	600	D	\$ 98.15	111,025	D
Common Stock	08/08/2008	S	500	D	\$ 98.102	110,525	D
Common Stock	08/08/2008	S	500	D	\$ 98.064	110,025	D
Common Stock	08/08/2008	S	500	D	\$ 98.046	109,525	D
Common Stock	08/08/2008	S	700	D	\$ 98	108,825	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	5	(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo

Disposed

(Instr. 3,

of (D)

Trans

(Insti

4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date or Number of

Shares

## **Reporting Owners**

Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other BERKELEY HELEN H C/O GRAHAM CORPORATION Х **20 FLORENCE AVENUE** BATAVIA, NY 14020 Signatures /s/ Carole M. Anderson, Attorney-in-fact for Helen H. Berkeley \*\*Signature of Reporting Person

08/11/2008

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.