FORM 10-Q
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

(Mark one)

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For Quarterly Period Ended September 30, 1999

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the transition period from ____________ to ____________

Commission File Number 1-8462

GRAHAM CORPORATION
(Exact name of registrant as specified in its charter)

DELAWARE	16-1194720
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
20 FLORENCE AVENUE, BATAVIA, NEW YORK	14020
(Address of Principal Executive Offices)	(Zip Code)

Registrant's telephone number, including Area Code - 716-343-2216

(Former name, former address and former fiscal year, if changed since last report.)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES __X__ No _____

As of October 21, 1999, there were outstanding 1,516,045 shares of common stock, $.10 per share.

GRAHAM CORPORATION AND SUBSIDIARIES

FORM 10-Q

SEPTEMBER 30, 1999

PART I - FINANCIAL INFORMATION

Unaudited consolidated financial statements of Graham

Corporation (the Company) and its subsidiaries as of September 30, 1999 and for the three month and six month periods then ended are presented on the following pages. The financial statements have been prepared in accordance with the company's usual accounting policies, are based in part on approximations and reflect all normal and recurring adjustments which are, in the opinion of management, necessary to a fair presentation of the results of the interim periods.

This part also includes management's discussion and analysis of the Company's financial condition as of September 30, 1999 and its results of operations for the three and six month periods then ended.

GRAHAM CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

	September 30, 1999	March 31, 1999
Assets		
Current Assets:		
Cash and equivalents		$ 120,000
Investments	$ 4,905,000	4,928,000
Trade accounts receivable	7,404,000	7,580,000
Inventories	5,649,000	6,803,000
Domestic and foreign income taxes receivable		73,000
Prepaid pension asset	1,216,000	
Deferred tax asset	927,000	950,000
Prepaid expenses and other current assets	340,000	349,000
	20,441,000	20,803,000
Property, plant and equipment, net	10,271,000	10,450,000
Deferred income tax asset	2,191,000	2,673,000
Other assets	2,000	210,000
	$32,905,000	$34,136,000

GRAHAM CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS (concluded)

	September 30, 1999	March 31, 1999
Liabilities and Shareholders' Equity		

Current liabilities:		
Short-term debt due banks	$ 2,087,000	
Current portion of long-term debt	481,000	$ 546,000
Accounts payable	1,752,000	2,879,000
Accrued compensation	2,778,000	3,938,000
Accrued expenses and other liabilities	667,000	1,043,000
Customer deposits	220,000	408,000
Domestic and foreign income taxes payable	31,000	
	8,016,000	8,814,000
Long-term debt	319,000	505,000
Accrued compensation	1,088,000	1,095,000
Other long-term liabilities	301,000	303,000
Accrued pension liability	1,208,000	3,519,000
Accrued postretirement benefits	3,232,000	3,188,000
Total liabilities	14,164,000	17,424,000
Shareholders' equity:		
Preferred Stock, $1 par value - Authorized, 500,000 shares		
Common stock, $.10 par value - Authorized, 6,000,000 shares Issued 1,690,595 shares on September 30, 1999 and on March 31, 1999	169,000	169,000
Capital in excess of par value	4,521,000	4,521,000
Retained earnings	18,421,000	17,731,000
Accummulated other comprehensive loss	(1,827,000)	(3,076,000)
	21,284,000	19,345,000
Less:		
Treasury Stock	(2,418,000)	(2,408,000)
Employee Stock Ownership Plan Loan Payable	(125,000)	(225,000)
Total shareholders' equity	18,741,000	16,712,000
	$32,905,000	$34,136,000

</TABLE>

GRAHAM CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS AND RETAINED EARNINGS

<TABLE>
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	Three Months ended September 30, 1999	Three Months ended September 30, 1998	Six Months ended September 30, 1999	Six Months ended September 30, 1998
<S>	<C>	<C>	<C>	<C>
Net Sales	$11,659,000	$11,417,000	$20,712,000	$26,573,000
Cost and expenses:				
Cost of products sold	8,368,000	8,164,000	14,782,000	18,828,000
Selling, general and administrative	2,423,000	3,104,000	4,721,000	6,076,000
Interest expense	69,000	55,000	110,000	121,000
	10,860,000	11, 323,000	19,613,000	25,025,000
Income before income taxes	799,000	94,000	1,099,000	1,548,000
Provision for income taxes	290,000	37,000	409,000	527,000
Net income	509,000	57,000	690,000	1,021,000
Retained earnings at beginning of period	17,912,000	16,326,000	17,731,000	15,362,000
Retained earnings at end of period	$18,421,000	$16,383,000	$18,421,000	$16,383,000
Per Share Data:				
Basic:				
Net income	$.33	$.04	$.45	$.63

Diluted:				
Net income	$.33	$.04	$.45	$.62
	====	====	====	====

</TABLE>

GRAHAM CORPORATION AND SUBSIDIARIES - CONSOLIDATED STATEMENTS OF CASH FLOWS

<TABLE>
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	Six Months Ended September 30, 1999	1998
<S>	<C>	<C>
Operating activities:		
Net income	$ 690,000	$ 1,021,000
Adjustments to reconcile net income to net cash (used) provided by operating activities:		
Depreciation and amortization	510,000	523,000
(Gain)Loss on sale of property, plant and equipment	(1,000)	10,000
(Increase) Decrease in operating assets:		
Accounts receivable	201,000	(17,000)
Inventory, net of customer deposits	966,000	4,019,000
Prepaid expenses and other current and non-current assets	(1,249,000)	(28,000)
Increase (Decrease) in operating liabilities:		
Accounts payable, accrued compensation, accrued expenses and other liabilities	(2,929,000)	(3,771,000)
Accrued compensation, accrued pension liability, and accrued postemployment benefits	(55,000)	158,000
Domestic and foreign income taxes	105,000	(803,000)
Other long-term liabilities	(2,000)	(42,000)
Total adjustments	(2,454,000)	49,000
Net cash (used) provided by operating activities	(1,764,000)	1,070,000
Investing activities:		
Purchase of property, plant and equipment	(256,000)	(399,000)
Proceeds from sale of property, plant and equipment	1,000	
Purchase of investments	(904,000)	(5,654,000)
Proceeds from maturity of investments	906,000	5,291,000
Net cash used by investing activities	(253,000)	(762,000)
Financing activities:		
Increase (Decrease) in short-term debt	2,084,000	(40,000)
Proceeds from issuance of long-term debt		5,110,000
Principal repayments on long-term debt	(165,000)	(5,260,000)
Purchase of treasury stock	(10,000)	(1,713,000)
Net cash provided (used) by financing activities	1,909,000	(1,903,000)
Effect of exchange rate on cash	(12,000)	3,000
Net decrease in cash and equivalents	(120,000)	(1,592,000)
Cash and equivalents at beginning of period	120,000	1,694,000
Cash and equivalents at end of period	$0	102,000
	===========	===========

</TABLE>

GRAHAM CORPORATION AND SUBSIDIARIES
NOTES TO FINANCIAL INFORMATION

SEPTEMBER 30, 1999

NOTE 1 - INVENTORIES

Major classifications of inventories are as follows:

	9/30/99	3/31/99
Raw materials and supplies	$1,673,000	$1,945,000
Work in process	3,095,000	5,025,000
Finished products	1,252,000	1,231,000
	6,020,000	8,201,000
Less - progress payments	371,000	1,398,000
	$5,649,000	$6,803,000

NOTE 2 - EARNINGS PER SHARE:

Basic earnings per share is computed by dividing net income by the weighted average number of common shares outstanding for the period. Diluted earnings per share is calculated by dividing net income by the weighted average number of common and, when applicable, potential common shares outstanding during the period. A reconciliation of the numerators and denominators of basic and diluted earnings per share is presented below:

	Three months ended September 30, 1999	Three months ended September 30, 1998	Six months ended September 30, 1999	Six months ended September 30, 1998
Basic earnings per share				
Numerator:				
Net income	$ 509,000	$ 57,000	$ 690,000	$1,021,000
Denominator:				
Weighted common shares outstanding	1,520,000	1,586,000	1,520,000	1,617,000
Share equivalent units (SEU) outstanding	11,000	6,000	8,000	5,000
Weighted average shares and SEU's outstanding	1,531,000	1,592,000	1,528,000	1,622,000
Basic earnings per share	$.33	$.04	$.45	$.63

	Three months ended September 30, 1999	Three months ended September 30, 1998	Six months ended September 30, 1999	Six months ended September 30, 1998
Diluted earnings per share				
Numerator:				
Net income	$ 509,000	$ 57,000	$ 690,000	$1,021,000
Denominator:				
Weighted average shares and SEU's outstanding	1,531,000	1,592,000	1,528,000	1,622,000
Stock options outstanding	3,000	17,000	4,000	22,000
Contingently issuable SEU's	8,000	4,000	7,000	6,000
Weighted average common and potential common shares outstanding	1,542,000	1,613,000	1,539,000	1,650,000
Diluted earnings per share	$.33	$.04	$.45	$.62

Options to purchase 55,200 shares of common stock at $21.44 per share, 9,000 shares at $21.25, 2,250 shares at $17.88, 8,250 shares at $17, 2,250 shares at $16.13, 26,250 shares at $13.17, 8,250 shares at $11.33, 9,000 shares at $11 and 2,900 at $8.42 were not included in the computation of diluted earnings per share because the options' exercise price was greater than the average market price of the common shares.

NOTE 3 - CASH FLOW STATEMENT

Actual interest paid was $94,000 and $122,000 for the six months ended September 30, 1999 and 1998, respectively. In addition, actual income taxes paid were $304,000 and $1,319,000 for the six months ended September 30, 1999 and 1998, respectively.

Non-cash activities during the six months ended September 30, 1999 included the reversal of a minimum pension liability adjustment, net of a $510,000 tax benefit, totaling $1,191,000 which had been recognized in the previous year.

NOTE 4 - COMPREHENSIVE INCOME

Total comprehensive income was $1,787,000 and $91,000 for the three months ended September 30, 1999 and 1998, respectively. Other comprehensive income for the three months ended September 30, 1999 and 1998 included foreign currency translation adjustments of $87,000 and $34,000 respectively. Total comprehensive income for the six months ended September 30, 1999 and 1998 was $1,939,000 and

NOTE 4 - COMPREHENSIVE INCOME (concluded)

$1,056,000, respectively. Other comprehensive income for the six months ended September 30, 1999 and 1998 included foreign currency translation adjustments of $58,000 and $35,000, respectively. In addition, other comprehensive income for the three month and six month periods ended September 30, 1999 included a minimum pension liability adjustment of $1,191,000.

NOTE 5 - SEGMENT INFORMATION

The Company's business consists of two operating segments based upon geographic area. The United States segment designs and manufactures heat transfer and vacuum equipment and the operating segment located in the United Kingdom manufactures vacuum equipment. Operating segment information is presented below:

<TABLE>
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	Three Months Ended September 30, 1999	Three Months Ended September 30, 1998	Six Months Ended September 30, 1999	Six Months Ended September 30, 1998
<S>	<C>	<C>	<C>	<C>
Sales from external customers				
U.S.	$10,660,000	$10,499,000	$18,714,000	$24,440,000
U.K.	999,000	918,000	1,998,000	2,133,000
Total	$11,659,000	$11,417,000	$20,712,000	$26,573,000
Intersegment sales				
U.S.	$ 160,000		$ 160,000	
U.K.	291,000	$ 345,000	545,000	$ 685,000
Total	$ 451,000	$ 345,000	$ 705,000	$ 685,000
Segment net income (loss)				
U.S.	$ 569,000	$ 59,000	$ 802,000	$ 966,000
U.K.	(172,000)	(2,000)	(224,000)	55,000
Total segment net income	397,000	57,000	578,000	1,021,000
Elimination of intercompany profit in inventory	112,000		112,000	
Net income	$ 509,000	$ 57,000	$ 690,000	$ 1,021,000

</TABLE>

GRAHAM CORPORATION
MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL
CONDITION AND RESULTS OF OPERATIONS
September 30, 1999

Results of Operations

Sales increased 2% in the second quarter of fiscal year 2000 compared to 1999. Sales for the second quarter increased 3% in the United States and increased 2% in the United Kingdom compared to 1999. Sales for the six months ended September 30, 1999 were down 23% and 10% in the United States and the United Kingdom, respectively, compared to sales for the same period last year. The decline in sales for the six month period in both the United States and the United Kingdom is attributable to the ongoing recession in the Company's export markets, as well as, delayed capital spending in certain market segments due to merger activity.

Cost of sales as a percent of sales for the second quarter 2000 has remained constant at 72% compared to a year ago. Cost of sales as a percent of sales was 73% in the United States for both three month periods ended September 30, 1999 and 1998. In the United Kingdom, cost of sales as a percent of sales for the quarter was 81% compared to 70% last year. For the six months, cost of sales as a percent of sales was 71% for both the current year and prior year periods. For the six month period in the United States, the cost of sales percentage remained unchanged at 72% while in the United Kingdom it was 78% compared to 70% for the same period last year. The United Kingdom percentages are reflective of increased material costs due primarily to product mix.

Selling, general and administrative expenses decreased 22% from the second quarter of 1999. For the six months ended September 30, 1999, selling, general and administrative expenses are also down 22% as compared to the same period in fiscal year 1999. These decreases are primarily attributable to the downsizing of the workforce in the United States and reduced selling expenses due to stringent cost controls and lower sales levels. Selling, general and administrative expenses as a percent of sales remained stable at 23% for both the current and prior year six month periods.

Interest expense increased 25% for the second quarter and decreased 9% for the six month period as compared to the same periods in fiscal year 1999. The increase in the second quarter is due to additional short term borrowings in the United States while the decline for the six month period is reflective of long term debt paydowns in both the United States and the United Kingdom.

The effective income tax rates for the second quarter and six month period in fiscal year 2000 were 36% and 37%, respectively, which are relatively consistent with the 1999 effective tax rates of 39% and 34% for the same periods.

Financial Condition

The financial condition of the Company has remained stable and strong during fiscal year 2000. Working capital of $12,425,000 at September 30, 1999 compares to $11,989,000 at March 31, 1999. This working capital increase reflects a decrease in current assets of $362,000 and a decrease in current liabilities of $798,000. The decrease in current assets related primarily to a significant decline in inventory as several large projects were completed at September 30, as well as, slight decreases in cash and accounts receivable. These decreases were offset by a prepaid pension asset due to the funding of the United Kingdom pension plan. The decrease in current liabilities reflects the decline in accounts payable which is attributable to timing of purchases and a decrease in accrued compensation and accrued expenses as significant payments were made in the first half of fiscal year 2000. These decreases were offset by additional short-term borrowing. The current ratio at September 30, 1999 is 2.55 compared to 2.36 at March 31, 1999.

Net cash used from operating activities for the six months was

$1,764,000. Net income, adjusted for depreciation and amortization, provided for $1,200,000 of operating cash. This was offset by payments of certain benefits accrued in the prior year and the funding of the United Kingdom pension plan. Net cash used in investing activities for the first half of the year of $253,000 was utilized for capital expenditures which were $256,000 compared to $399,000 for the same period last year. There were no major commitments for capital expenditures as of September 30, 1999. Additional capital expenditures of approximately $300,000 are anticipated for the remainder of the fiscal year. Net cash provided from financing activities of $1,909,000 was due to an increase in short-term debt used to finance working capital needs.

Management expects that the cash flow from operations and lines of credit will provide sufficient resources to fund the fiscal year 2000 cash requirements.

Total long-term debt decreased $251,000 due to scheduled paydowns on bank debt and capital leases. The long-term debt to equity ratio is 4% at September 30, 1999 compared to 6% at March 31, 1999 and the total liabilities to assets ratio is 43% compared to 51% for the same respective periods.

Shareholders' Equity increased $2,029,000 from March 31, 1999. This increase is primarily attributable to net income of $690,000 and other comprehensive income of $1,249,000. Ninety-five percent of the other comprehensive income was attributable to a minimum pension liability adjustment.

New Orders and Backlog

New orders for the second quarter were $10,174,000 compared to $10,139,000 for the same period last year. Prior to intercompany eliminations, new orders in the United States were $9,334,000 compared to $8,791,000 for the same period in 1999. New orders in the United Kingdom were $1,149,000 compared to $1,592,000 for the same quarter last year.

New Orders and Backlog (concluded)

For the first half of the fiscal year new orders were $17,502,000 compared to $21,301,000 for the comparable six month period of 1999. Prior to eliminations, new orders in the United States were $15,872,000 for the six month period compared to $18,670,000 for the same period last year and new orders in the United Kingdom were $2,253,000 compared to $3,173,000 in 1999. The current level of new order activity is reflective of the economic downturn in the Company's export markets. Management is optimistic that the Asian economies will rebound in the near future and that the refinery industry will need to upgrade facilities resulting in new orders in this market.

Backlog of unfilled orders at September 30, 1999 is $12,240,000 compared to $22,965,000 at this time a year ago and $15,438,000 at March 31, 1999. Current backlog in the United States of $11,620,000 compares to $14,624,000 at March 31, 1999 and $21,532,000 at September 30, 1998. Current backlog in the United Kingdom of $857,000 compares to $1,127,000 at March 31, 1999 and $1,575,000 at September 30, 1998. The current backlog is scheduled to be shipped during the next twelve months and represents orders from traditional markets in the Company's established product lines.

Quantitative and Qualitative Disclosures about Market Risk

The Company is exposed to changes in interest rates, foreign currency exchange rates and equity prices which may adversely impact its results of operations and financial position. The Company is exposed to interest rate risk primarily through its borrowing activities and short-term investments. Risk associated with interest rate fluctuations on debt is managed by holding interest bearing debt to the absolute minimum and assessing the risks and benefits for incurring long-term debt. Based upon variable rate debt outstanding at September 30, 1999, a 1% change in interest rates would impact annual interest expense by one thousand dollars. To manage interest rate risk in regards to short-term investments, the Company invests primarily in fixed rate instruments and holds investments to maturity.

Historically, Graham's international consolidated sales exposure approximates fifty percent of annual sales. Operating in world markets involves exposure to movements in currency exchange rates. Currency movements can affect sales in several ways. Foremost, the ability to competitively compete for orders against competition having a relatively weaker currency. Business lost due to this cannot be quantified. Secondly, redemption value of sales can be adversely impacted. The substantial portion of Graham's sales are collected in U.S. dollars. The Company enters into forward foreign exchange agreements to hedge its exposure against unfavorable changes in foreign currency values on significant sales contracts negotiated in foreign currencies. Graham uses derivatives for no other reason.

Quantitative and Qualitative Disclosures about Market Risk (concluded)

The loss from foreign operations reduced both Graham's second quarter and year-to-date net income by 25%. As currency exchange rates change, translations of the income statements of our U.K. business into U.S. dollars affects year-over-year comparability of operating results. The Company does not hedge translation risks because cash flows from U.K. operations are mostly reinvested in the U.K. A 10% change in foreign exchange rates would impact second quarter and year-to-date net income by approximately $20,000 and $25,000, respectively.

The Company has a Long-Term Incentive Plan which provides for awards of share equivalent units (SEU) for outside directors based upon the Company's performance. The outstanding SEU's are recorded at fair market value thereby exposing the Company to equity price risk. Gains and losses recognized due to market price changes are included in the quarterly results of operations. Based upon the SEU's outstanding at September 30, 1999 and 1998 and the quarter end market price per share ($6.31 and $11.25 at September 30, 1999 and 1998, respectively), a twenty to forty percent change in the respective quarter end market price of the Company's common stock would positively or negatively impact the Company's second quarter operating results by $24,000 to $47,000 for 2000 and $24,000 to $48,000 for 1999. In the second quarter of 2000, the income, net of tax, recorded due to the decrease in the stock price was not significant. Assuming the net income target of $500,000 is met and SEU's are granted to the five outside directors in accordance with the plan over the next five years, based upon the September 30, 1999 market price of the Company's stock of $6.31 per share, a twenty to forty percent change in the stock price would positively or negatively impact the Company's operating results by $34,000 to $67,000 in 2001, $36,000 to $71,000 in 2002 and $38,000 to $75,000 in 2003, 2004 and 2005.

Year 2000 Readiness

The Company has completed its year 2000 readiness program. This program included the following phases: identifying affected software, hardware, and manufacturing and telecommunication equipment and assessing the impact of the year 2000 issue; hardware and software remediation; testing; surveying the year 2000 readiness of customers and suppliers; and developing a contingency plan. The cost of the program was insignificant. Although the Company believes its internal operations are year 2000 compliant, it cannot assure anyone that its customers, suppliers or governmental agencies will be ready.

Accounting Standard Changes

In June 1998, the Financial Accounting Standards Board issued Statement of Financial Accounting Standards No. 133, "Accounting for Derivative Instruments and Hedging Activities." This statement establishes accounting and reporting standards for derivative instruments, including certain derivative instruments embedded in other contracts, and derivatives utilized for hedging activities. It requires that an entity recognize all derivatives as either assets or liabilities in the statement of financial position and measure those instruments at fair value. This statement is effective for all fiscal quarters of fiscal years beginning after June 15, 2000. Management is evaluating the impact this statement may have on the Company's financial statements.

Other Matters
- -------------

In the third quarter of fiscal year 2000, management commenced the process to terminate the defined benefit pension plan in the United Kingdom. When the effect of the likely plan termination is determinable, it will be recognized in earnings. It is anticipated that a significant one-time charge to earnings will be recognized in the quarter ending December 31, 1999. Employees will be given an opportunity to participate in a defined contribution plan.

GRAHAM CORPORATION AND SUBSIDIARIES
FORM 10-Q
SEPTEMBER 30, 1999
PART II - OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K.

a. See index to exhibits.

b. No reports on Form 8-K were filed during the quarter ended September 30, 1999

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

GRAHAM CORPORATION

/s/J.R. Hansen

J. R. Hansen
Vice President Finance and
Administration / CFO (Principal
Accounting Officer)

Date 10/21/99

INDEX OF EXHIBITS

(2) Plan of acquisition, reorganization, arrangement, liquidation or succession

Not applicable.

(4) Instruments defining the rights of security holders, including indentures

(a) Equity securities

The instruments defining the rights of the holders of Registrant's equity securities are as follows:

Certificate of Incorporation, as amended of Registrant (filed as Exhibit 3(a) to the Registrant's annual report on Form 10-K for the fiscal year ended December 31, 1989, and incorporated herein by reference.)

By-laws of registrant, as amended (filed as Exhibit 3.2(ii) to the Registrant's annual report on Form 10-K for the fiscal year ended March 31, 1998, and is incorporated herein by referenced.)

Shareholder Rights Plan of Graham Corporation (filed as Exhibit (4) to Registrant's current report filed on Form 8-K on February 26, 1991, as amended by Registrant's Amendment No. 1 on Form 8 dated June 8, 1991, and incorporated herein by reference.)

(b) Debt securities

Not applicable.

(10) Material Contracts

1989 Stock Option and Appreciation Rights Plan of Graham Corporation (filed on the Registrant's Proxy Statement for its 1991 Annual Meeting of Shareholders and incorporated herein by reference.)

1995 Graham Corporation Incentive Plan to Increase Shareholder Value (filed on the Registrant's Proxy Statement for its 1996 Annual Meeting of Shareholders and incorporated herein by reference.)

Graham Corporation Outside Directors' Long-Term Incentive Plan (filed as Exhibit 10.3 to the Registrant's annual report on Form 10-K for the fiscal year ended March 31, 1998, and is incorporated herein by reference.)

Index to Exhibits (concluded)
- ------------------------

Employment Contracts between Graham Corporation and Named Executive Officers (filed as Exhibit 10.4 to the Registrant's annual report on Form 10-K for the fiscal year ended March 31, 1998, and is incorporated herein by reference.)

Senior Executive Severance Agreements with Named Executive Officers (filed as Exhibit 10.5 to the Registrant's annual report on Form 10-K for the fiscal year ended March 31, 1998, and is incorporated herein by reference.)

(11) Statement re-computation of per share earnings

Computation of per share earnings is included in Note 2 of the Notes to Financial Information.

(15) Letter re-unaudited interim financial information

Not applicable.

(18) Letter re-change in accounting principles

Not Applicable.

(19) Report furnished to security holders

None.

(22) Published report regarding matters submitted to vote of security holders

None.

(23) Consents of experts and counsel

Not applicable.

(24) Power of Attorney

Not applicable.

(27) Financial Data Schedule

Financial Data Schedule is included herein as Exhibit 27 of this report.

(99) Additional exhibits

None.

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The schedule contains summary financial information extracted from the Graham Corporation consolidated balance sheet and consolidated statement of operations and retained earnings and is qualified in its entirety by reference to such financial statements.
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