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

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**FORM 8-K**

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**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): April 21, 2014**

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**Graham Corporation**  
(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-8462**  
(Commission  
File Number)

**16-1194720**  
(IRS Employer  
Identification No.)

**20 Florence Avenue, Batavia, New York**  
(Address of principal executive offices)

**14020**  
(Zip Code)

**Registrant's telephone number, including area code (585) 343-2216**

**N/A**  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.**

On April 21, 2014, Graham Corporation (the “Company”) provided written notice to the NYSE MKT LLC (the “NYSE MKT”) that the Company intends to voluntarily transfer the listing of its common stock, par value \$.10 (the “Common Stock”), to the New York Stock Exchange (the “NYSE”). The Common Stock has been approved for listing on the NYSE. The Company expects the Common Stock to begin trading on the NYSE on May 2, 2014 under its current ticker symbol “GHM”. Until the transfer is completed, the Common Stock will continue to trade on the NYSE MKT.

A copy of the Company’s press release announcing the transfer of the listing of its Common Stock to the NYSE is attached to this Form 8-K as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Graham Corporation Press Release dated April 21, 2014

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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 hereunto duly authorized.

Dated: April 21, 2014

**Graham Corporation**

By: /s/ Jeffrey F. Glajch

Jeffrey F. Glajch  
Vice President - Finance & Administration and  
Chief Financial Officer



Graham Corporation 20 Florence Avenue Batavia, NY 14020

IMMEDIATE RELEASE

### **Graham Corporation Announces Transfer of Its Common Stock Listing to the New York Stock Exchange**

BATAVIA, NY, April 21, 2014 – Graham Corporation (NYSE MKT: GHM) (“Graham” or the “Company”), a global business that engineers, manufactures, and sells critical equipment for the oil refining, petrochemical and power industries, and also supplies components and raw materials for nuclear energy facilities, announced that it will transfer the listing of its common shares to the New York Stock Exchange (“NYSE”) from the NYSE MKT. The Company expects its shares to begin trading on the NYSE on or about May 2, 2014, under its current ticker symbol (GHM). Until that time, trading of Graham’s common shares will continue on the NYSE MKT.

James R. Lines, Graham’s President and Chief Executive Officer, commented, “The move to the NYSE was a planned milestone along our strategic journey. We deemed this to be the right time to elevate our stature in the public markets. We believe that an NYSE listing extends Graham’s brand value by providing increased visibility to a broader group of investors, as we continue to deliver solid financial performance and value for our shareholders.”

#### **ABOUT GRAHAM CORPORATION**

With world-renowned engineering expertise in vacuum and heat transfer technology, Graham Corporation is a global designer, manufacturer and supplier of custom-engineered ejectors, pumps, condensers, vacuum systems and heat exchangers. For more than 75 years, Graham has built a reputation for top quality, reliable products and high-standards of customer service. Sold either as components or complete system solutions, the principal markets for Graham’s equipment are energy, including oil and gas refining and nuclear and other power generation, chemical/petrochemical and other process industries. In addition, Graham’s equipment can be found in diverse applications, such as metal refining, pulp and paper processing, shipbuilding, water heating, refrigeration, desalination, food processing, pharmaceutical, heating, ventilating and air conditioning, and in nuclear power installations, both inside the reactor vessel and outside the containment vessel.

Graham Corporation’s subsidiary Energy Steel & Supply Co. is a leading code fabrication and specialty machining company dedicated exclusively to the nuclear power industry.

Graham Corporation’s reach spans the globe. Its equipment is installed in facilities from North and South America to Europe, Asia, Africa and the Middle East. Graham routinely posts news and other important information on its website, [www.graham-mfg.com](http://www.graham-mfg.com), where additional comprehensive information on Graham Corporation and its subsidiaries can be found.

#### **Safe Harbor Regarding Forward Looking Statements**

This news release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended.

Forward-looking statements are subject to risks, uncertainties and assumptions and are identified by words such as “expects,” “estimates,” “projects,” “typically,” “goal,” “anticipates,” “target,” “potential,” “believes,” “appears,” “could,” “plan,” and other similar words. All statements addressing operating performance, events, or developments that Graham Corporation expects or anticipates will occur in the future are forward-looking statements, including but not limited to: the benefits of listing the Company’s common stock on the NYSE, the current and future economic environments affecting Graham Corporation and the markets it serves; expectations regarding investments in new projects by customers; sources of revenue and anticipated revenue, including the contribution from the growth of new products, services and markets; expectations regarding achievement of revenue and profitability expectations; plans for future products and services and for enhancements to existing products and services; operations in foreign countries; Graham Corporation’s ability to continue to pursue its acquisition and growth strategy; the ability to expand nuclear power work, including into new markets; the ability to successfully execute existing contracts; estimates regarding liquidity and capital requirements; the timing of conversion of backlog to sales; the ability to attract or retain customers; the outcome of any existing or future litigation; and the ability to increase productivity and capacity. Because they are forward-looking, they should be

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**Graham Corporation Announces Transfer of Its Common Stock Listing to the New York Stock Exchange**

**April 21, 2014**

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evaluated in light of important risk factors and uncertainties. These risk factors and uncertainties are more fully described in Graham Corporation's most recent Annual and Quarterly Reports filed with the Securities and Exchange Commission, including under the heading entitled "Risk Factors."

Should one or more of these risks or uncertainties materialize, or should any of Graham Corporation's underlying assumptions prove incorrect, actual results may vary materially from those currently anticipated. In addition, undue reliance should not be placed on Graham Corporation's forward-looking statements. Except as required by law, Graham Corporation disclaims any obligation to update or publicly announce any revisions to any of the forward-looking statements contained in this news release.

**For more information contact:**

Jeffrey F. Glajch  
Vice President—Finance and CFO  
Phone: (585) 343-2216  
Email: [jglajch@graham-mfg.com](mailto:jglajch@graham-mfg.com)

Deborah K. Pawlowski / Karen L. Howard  
Kei Advisors LLC  
Phone: (716) 843-3908 / (716) 843-3942  
Email: [dpawlowski@keiadvisors.com](mailto:dpawlowski@keiadvisors.com) / [khoward@keiadvisors.com](mailto:khoward@keiadvisors.com)

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