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(Print or Type Responses)

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address<br>Glajch Jeffrey  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>GRAHAM CORP [GHM] |            |  |  |      |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner  |               |  |  |                         |
|--|---|------------|--|--|------|--|---|---------------|--|--|-------------------------|
| (Last)<br>C/O GRAHAM C<br>FLORENCE AVE | 3. Date of Earliest Transaction (Month/Day/Year)<br>08/08/2011          |            |  |  |      |  | X_Officer (give title below) Other (specify below)   VP-Finance; CFO  |               |  |  |                         |
| BATAVIA, NY 1                          | 4. If Amendment, Date Original Filed(Month/Day/Year)                    |            |  |  |      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |               |  |  |                         |
| (City)                                 | (State)   | (Zip)      | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |      |  |   |               |  |  |                         |
| 1.Title of Security<br>(Instr. 3)      |   |            | Execution Date, if   | 3. Transac<br>Code<br>(Instr. 8)<br>Code | tion | 4. Securi<br>or Dispo-<br>(Instr. 3,<br>Amount | sed of (  |               | 5. Amount of Securities<br>Beneficially Owned Following<br>Reported Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | Beneficial<br>Ownership |
| Common Stock                           |   | 08/08/2011 |  | Р  |      | 1,340  | А   | \$<br>16.1299 | 25,606 (1)   | 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.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| ( <i>e.g.</i> , puts, calls, warrants, options, convertible securities) |            |  |  |                                    |   |     |   |                                     |                    |                                     |  |  |                   |            |  |  |            |
|---|------------|--|--|------------------------------------|---|-----|---|-------------------------------------|--------------------|-------------------------------------|--|--|-------------------|------------|--|--|------------|
| Security<br>(Instr. 3)  | Conversion | 3. Transaction<br>Date<br>(Month/Day/Year) |  | 4.<br>Transac<br>Code<br>(Instr. 8 | ) | of  | vative<br>rities<br>uired<br>or<br>osed<br>)<br>r. 3, | Expiration Date<br>(Month/Day/Year) |                    | Expiration Date<br>(Month/Day/Year) |  | 7. Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4) |                   | Derivative | Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | Derivative<br>Security:<br>Direct (D)<br>or Indirect | Beneficial |
|   |            |  |  | Code                               | v | (A) | (D)   | Date<br>Exercisable                 | Expiration<br>Date | Title                               | Amount<br>or<br>Number<br>of<br>Shares |  |                   |            |  |  |            |
| Stock<br>Option<br>(Right<br>to Buy)                                    | \$ 8.01    |  |  |                                    |   |     |   | (2)                                 | 03/02/2019         | Common<br>Stock                     | 1,000<br>(2)                           |  | 1,000 <u>(2)</u>  | D          |  |  |            |
| Stock<br>Option<br>(Right<br>to Buy)                                    | \$ 15.22   |  |  |                                    |   |     |   | <u>(3)</u>                          | 05/28/2019         | Common<br>Stock                     | 4,693<br>( <u>3</u> )                  |  | 4,693 ( <u>3)</u> | D          |  |  |            |
| Stock<br>Option<br>(Right<br>to Buy)                                    | \$ 15.25   |  |  |                                    |   |     |   | <u>(4)</u>                          | 05/20/2020         | Common<br>Stock                     | 3,675<br>(4)                           |  | 3,675 (4)         | D          |  |  |            |

## **Reporting Owners**

|                                | Relationships |              |         |       |  |  |  |  |
|--------------------------------|---------------|--------------|---------|-------|--|--|--|--|
|                                | Director      | 10%<br>Owner | Officer | Other |  |  |  |  |
| Reporting Owner Name / Address |               |              |         |       |  |  |  |  |

### Signatures

| /s/ Jeffrey Glajch               | 08/09/2011 |  |
|----------------------------------|------------|--|
| ***Signature of Reporting Person | 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).
- (1) Includes 1,250 shares acquired under the Graham Corporation Employee Stock Purchase Plan.
- (2) This option was previously reported by Mr. Glajch and is exercisable pro rata on the first, second, third and fourth anniversaries of the 3/2/09 grant date.
- (3) This option was previously reported by Mr. Glajch and is exercisable 33 1/3% per year over three years beginning on the first anniversary of the 5/28/09 grant date.
- (4) This option was previously reported by Mr. Glajch and is exercisable 33 1/3% per year over three years beginning on the first anniversary of the 5/20/10 grant date.

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.