

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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 of Reporting Person* <b>BLAU HARVEY R</b>  (Last) (First) (Middle) <b>100 JERICHO QUADRANGLE</b>  (Street) <b>JERICHO NY 11753</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>GRIFFON CORP [ GFF ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  <b>Chairman of the Board</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>08/09/2007</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (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)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/21/2007		G	V	2,000	D	\$0	65,110	I	By Spouse
Common Stock	06/27/2007		G	V	1,000	D	\$0	931,085	D	
Common Stock	08/09/2007		P		2,900	A	\$14.69	68,010	I	By Spouse
Common Stock	08/09/2007		P		20,100	A	\$14.7	88,110	I	By Spouse
Common Stock	08/09/2007		P		19,340	A	\$14.73	107,450	I	By Spouse
Common Stock	08/10/2007		P		800	A	\$14.3	108,250	I	By Spouse
Common Stock	08/10/2007		P		960	A	\$14.25	109,210	I	By Spouse
Common Stock	08/10/2007		P		300	A	\$14.27	109,510	I	By Spouse
Common Stock	08/10/2007		P		300	A	\$14.29	109,810	I	By Spouse
Common Stock	08/10/2007		P		300	A	\$14.28	110,110	I	By Spouse
Common Stock	08/10/2007		P		10,000	A	\$14.15	120,110	I	By Spouse

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

/s/Harvey R. Blau

08/13/2007

\*\* Signature of Reporting Person      Date

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

\* 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.

**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 Number.**