

GRIFFON CORP  
Form 8-K  
March 20, 2015

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

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

Date of Report (Date of earliest event reported): March 20, 2015

GRIFFON CORPORATION  
(Exact Name of Registrant as Specified in Charter)

|                                                                               |                                        |                                                       |
|-------------------------------------------------------------------------------|----------------------------------------|-------------------------------------------------------|
| Delaware<br>(State or Other Jurisdiction of<br>Incorporation or Organization) | 1-06620<br>(Commission<br>File Number) | 11-1893410<br>(I.R.S. Employer<br>Identification No.) |
|-------------------------------------------------------------------------------|----------------------------------------|-------------------------------------------------------|

|                                                                                                            |                     |
|------------------------------------------------------------------------------------------------------------|---------------------|
| 712 Fifth Avenue, 18 <sup>th</sup> Floor<br>New York, New York<br>(Address of Principal Executive Offices) | 10019<br>(Zip Code) |
|------------------------------------------------------------------------------------------------------------|---------------------|

(212) 957-5000  
(Registrant's telephone number, including area code)

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

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 (see General Instruction A.2. below):

- 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 (17CFR 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 8.01. Other Events

On March 20, 2015, Griffon Corporation issued a press release announcing that its Board of Directors authorized the repurchase of an additional \$50 million of Griffon's outstanding common stock. The press release is incorporated by reference herein. A copy of the press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

Exhibit

Number

Exhibit Title

99.1 Press Release, dated March 20, 2015.

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SIGNATURE

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: March 20, 2015

GRIFFON CORPORATION.

By: /s/ Seth L. Kaplan  
Name: Seth L. Kaplan  
Title: Senior Vice President

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EXHIBIT INDEX

| Exhibit<br>Number | Exhibit Title                        |
|-------------------|--------------------------------------|
| 99.1              | Press Release, dated March 20, 2015. |