

GALICI ANTHONY J
Form 4
October 19, 2010

FORM 4

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

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
GALICI ANTHONY J

2. Issuer Name **and** Ticker or Trading
Symbol
GRIFFIN LAND & NURSERIES
INC [GRIF]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
37 CLIFDON DR
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/15/2010

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Vice-President, CFO

SIMSBURY, CT 06070

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ 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 (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 Ownership (Instr. 4)
Common Stock (exercise of options)	10/15/2010		M	897 A \$ 13	21,920	D	
Common Stock	10/15/2010		S	200 D \$ 27	21,720	D	
Common Stock	10/15/2010		S	100 D \$ 27.03	21,620	D	
Common Stock	10/15/2010		S	597 D \$ 28	21,023	D	
	10/18/2010		M	6,603 A \$ 13	27,626	D	

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Common
Stock
(exercise of
options)

Common Stock	10/18/2010	S	5,923	D	\$ 26.5	21,703	D
Common Stock	10/18/2010	S	100	D	\$ 26.56	21,603	D
Common Stock	10/18/2010	S	100	D	\$ 26.65	21,503	D
Common Stock	10/18/2010	S	100	D	\$ 26.66	21,403	D
Common Stock	10/18/2010	S	100	D	\$ 26.67	21,303	D
Common Stock	10/18/2010	S	277	D	\$ 26.68	21,026	D
Common Stock	10/18/2010	S	3	D	\$ 27	21,023	D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. P Der Secr (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock options	\$ 13	10/15/2010		X	897	12/16/2003	12/15/2010	Stock options	897
Stock options	\$ 13	10/18/2010		X	1,603	12/16/2003	12/15/2010	Stock options	1,603
	\$ 13	10/18/2010		X	2,500	12/16/2004	12/15/2010		2,500

Stock
optionsStock
optionsStock
options

\$ 13

10/18/2010

X

2,500

12/16/2005

12/15/2010

Stock
options

2,500

\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GALICI ANTHONY J 37 CLIFDON DR SIMSBURY, CT 06070			Vice-President, CFO	

Signatures

/s/Anthony J.

Galici

10/19/2010

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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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