

Lescalleet Thomas M.
Form 4
October 29, 2018

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lescalleet Thomas M.

2. Issuer Name **and** Ticker or Trading
Symbol

GRIFFIN INDUSTRIAL REALTY,
INC. [GRIF]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O GRIFFIN INDUSTRIAL
REALTY, INC., 204 WEST
NEWBERRY ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/25/2018

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)
SVP, Griffin Indust division

BLOOMFIELD, CT 06002

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 Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|--------------------------------------|---|--|---|--|
| Common Stock (exercise of options) | 10/25/2018 | | M | 3,322 | A \$ 28.77 | 3,322 | D |
| Common Stock | 10/25/2018 | | S | 3,322 | D \$ 36.0048 | 0 | 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**

SEC 1474
(9-02)

displays a currently valid OMB control number.

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. Date | 9. Title | 10. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------|--------------|--------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | | | |
| Stock Options | \$ 28.77 | 10/25/2018 | | X | 1,025 | 01/20/2015 | 01/19/2021 | | Common Stock | 1,025 |
| Stock Options | \$ 28.77 | 10/25/2018 | | X | 2,297 | 01/20/2016 | 01/19/2021 | | Common Stock | 2,297 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Lescalleet Thomas M.
C/O GRIFFIN INDUSTRIAL REALTY, INC.
204 WEST NEWBERRY ROAD
BLOOMFIELD, CT 06002

SVP, Griffin Indust division

Signatures

/s/Thomas M.
Lescalleet 10/29/2018

 **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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