

GALICI ANTHONY J
 Form 4
 October 19, 2010

FORM 4

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

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 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

(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
 Officer (give title below) ___ Other (specify 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)
 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)
				(A) or (D)	Price		
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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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... Sec... (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 options

Stock options

Stock 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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