



	5.	SOLE VOTING POWER	2,587,479
NUMBER OF SHARES	-----		
BENEFICIALLY	6.	SHARED VOTING POWER	0
OWNED BY	-----		
EACH	7.	SOLE DISPOSITIVE POWER	3,224,279
REPORTING	-----		
PERSON	8.	SHARED DISPOSITIVE POWER	0
WITH:	-----		
	9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	3,224,279
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	10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	[ ]
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	11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	10.79%
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	12.	TYPE OF REPORTING PERSON*	IA
	-----		

ITEM 1.

(a) Name of Issuer: Griffon Corporation  
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(b) Address of Issuer's Principal Executive Offices:  
100 Jericho Quadrangle, Jericho, NY 11753  
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ITEM 2.

(a) Name of Person Filing: Pzena Investment Management, LLC  
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(b) Address of Principal Business Office or, if none, Residence:  
120 West 45th Street, 20th Floor, New York, NY 10036  
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(c) Citizenship: Delaware  
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(d) Title of Class of Securities: Common Stock, \$0.25 Par Value Per Share  
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(e) CUSIP Number 398433102  
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ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A:

(a) [ ] Broker or Dealer registered under Section 15 of the Act  
(b) [ ] Bank as defined in section 3(a)(6) of the Act  
(c) [ ] Insurance Company as defined in section 3(a)(19) of the Act  
(d) [ ] Investment Company registered under section 8 of the Investment Company Act of 1940  
(e) [X] Investment Adviser registered under section 203 of the Investment



## ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

If a group has filed this schedule pursuant to Rule 13d-1(b)(ii)(J), so indicate under Item 3(h) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13d-1(d), attach an exhibit stating the identity of each member of the group. NOT APPLICABLE.

## ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security report on will be filed, if required, by members of the group, in their individual capacity. NOT APPLICABLE.

## ITEM 10. CERTIFICATION

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

## SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I hereby certify that the information set forth in this statement is true, complete and correct.

May 9, 2008

David H. Kanefsky, Chief Compliance Officer

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NAME/TITLE