

GRIFFON CORP  
Form SD  
May 29, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM SD**

**SPECIALIZED DISCLOSURE REPORT**

**Griffon Corporation**

(Exact name of the registrant as specified in its charter)

Delaware                                      1-06620                      11-1893410  
(State or other jurisdiction of      (Commission      (IRS Employer  
incorporation or organization)      File Number)      Identification No.)

712 Fifth Avenue, 18<sup>th</sup> Floor, New York, New York      10019  
(Address of principal executive offices)                                      (Zip code)

Douglas J. Wetmore  
Executive Vice President and  
Chief Financial Officer  
(Principal Financial Officer)  
(212) 957-5000

Check the appropriate box to indicate the rule pursuant to which this form is being filed, and provide the period to which the information in this form applies:

Rule 13p-1 under the Securities Exchange Act (17 CFR 240.13p-1) for the reporting period from January 1 to December 31, 2013.

**Section 1 – Conflict Minerals Disclosure**

**Item 1.01 Conflict Minerals Disclosure and Report**

**Conflict Minerals Disclosure**

Attached hereto and incorporated herein by reference as Exhibit 1.01 is the Griffon Corporation, 2013 Conflict Minerals Report. Included within the Conflict Minerals Report are disclosures of:

(a) Our Reasonable Country of Origin Inquiry (“RCOI”) of necessary Conflict Minerals (as defined under Section 1502 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (the “Act”)), conducted in good faith, to determine whether any Conflict Minerals in our supply chain originated in the Democratic Republic of the Congo or an adjoining country (as defined in the Act), or are from recycled or scrap sources;

(b) Our determination and results of our RCOI;

(c) Our due diligence measures performed in accordance with the Organization for Economic Development and Cooperation (“OECD”) Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High Risk Areas; and

(d) The results of our OECD due diligence.

This Form SD and our 2013 Conflict Minerals Report can be found on our website at [www.griffoncorp.com](http://www.griffoncorp.com). Both Form SD and the 2013 Conflict Minerals Report will be maintained on our website for a 12 month period.

**Item 1.02 Exhibit**

Griffon Corporation’s 2013 Conflict Minerals Report is attached hereto as Exhibit 1.01 and incorporated herein by reference.

**Section 2 – Exhibits**

**Item 2.01 Exhibits**

The following exhibit is filed as part of this report.

Exhibit 1.01 –2013 Conflict Minerals Report of Griffon Corporation

**SIGNATURES**

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 duly authorized undersigned.

Griffon Corporation  
Date: May 29, 2014  
By: /s/ Douglas J. Wetmore  
Douglas J. Wetmore  
Executive Vice President  
and  
Chief Financial Officer