

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K/A

Current report filing [amend]

Filing Date: **2013-01-23** | Period of Report: **2012-09-18**
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FILER

GRIFFIN LAND & NURSERIES INC

CIK: **1037390** | IRS No.: **060868486** | State of Incorp.: **DE** | Fiscal Year End: **1130**
Type: **8-K/A** | Act: **34** | File No.: **001-12879** | Film No.: **13543531**
SIC: **6500** Real estate

Mailing Address

**ONE ROCKEFELLER PLAZA
NEW YORK NY 10020**

Business Address

**ONE ROCKEFELLER PLAZA
NEW YORK NY 10020
2122187910**

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

FORM 8-K/A
Amendment No. 1
Current Report
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

September 18, 2012
(Date of earliest event reported)

GRIFFIN LAND & NURSERIES, INC.
(Exact name of registrant as specified in charter)

Delaware

(State or other jurisdiction of incorporation or organization)

06-0868496

(IRS Employer Identification Number)

Commission File Number

1-12879

One Rockefeller Plaza, New York, New York

(Address of principal executive offices)

10020

(Zip Code)

Registrant's Telephone Number including Area Code

(212) 218-7910

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2 (b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4 (c) under the Exchange Act (17 CFR 240.13e-4(c))
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Explanatory Note

This Amendment No. 1 to the Registrant's Form 8-K filed on September 19, 2012 (the "Original 8-K") is being filed solely to disclose, in accordance with Instruction 2 to Item 5.02, the board committee to which the new director, Jonathan P. May, has been appointed. The committee appointment had not been determined at the time of the Original 8-K.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

As disclosed in the Original 8-K, at the September 18, 2012 meeting of the Board of Directors of Griffin Land & Nurseries, Inc. ("Griffin" or "Registrant"), Jonathan P. May was elected to Griffin's Board of Directors. The Board determined that Mr. May qualifies as an "independent" director under NASDAQ rules.

On January 22, 2013, Mr. May was appointed to serve on the Audit Committee of the Board of Directors.

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 undersigned hereunto duly authorized.

GRIFFIN LAND & NURSERIES, INC.

By: /s/ Anthony J. Galici
Anthony J. Galici
Vice President, Chief Financial Officer
and Secretary

Dated: January 23, 2013