GRANT VENTURES INC
Form 4
November 30, 2004

FORM 4

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

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 burden hours per response...	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Crow Michael

(Last) (First) (Middle)

830 THIRD AVENUE

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
GRANT VENTURES INC [GRTV.OB]

3. Date of Earliest Transaction (Month/Day/Year)
08/11/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value $0.01	08/11/2004		X		2,670,000	A	$ 0	2,670,000	I	See Footnote (1)
Common Stock, par value $0.01	11/22/2004		J		1,399,998	A	$ 0	4,069,998	I	See Footnote (2)
Common Stock, par value $0.01	08/11/2004		G	V	267,000	D	$ 0	3,802,998	I	See Footnote (1)

Common Stock, par value $0.01	08/11/2004		G	V	420,525	D	$ 0	3,382,473	I	See Footnote (1)
Common Stock, par value $0.01	08/11/2004		G	V	246,270	D	$ 0	3,136,203	I	See Footnote (1)
Common Stock, par value $0.01	08/11/2004		G	V	246,270	D	$ 0	2,889,933	I	See Footnote (1)
Common Stock, par value $0.01	08/11/2004		G	V	246,270	D	$ 0	2,643,663	I	See Footnote (1)
Common Stock, par value $0.01	08/11/2004		G	V	246,270	D	$ 0	2,397,393	I	See Footnote (1)
Common Stock, par value $0.01	08/11/2004		G	V	781,125	D	$ 0	1,616,268	I	See Footnote (2)
Common Stock, par value $0.01	08/11/2004		G	V	216,270	D	$ 0	1,399,998 (4)	I	See Footnote (3)

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 displays a currently valid OMB control number.

SEC 1474 (9-02)

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 o Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares

Warrants	$ 0.18	08/11/2004		G	V	130,900	08/11/2004	08/11/2009	Common Stock, par value $0.01	130,90

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Crow Michael 830 THIRD AVENUE NEW YORK, NY 10022		X		

Signatures

/s/ Michael Crow	11/29/2004
**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).

(1) These securities are beneficially owned by Duncan Capital Group LLC ("DC Group") of which Michael Crow is President. In accordance with Instruction 4(b)(iv) to Form 4, the entire amount of the Issuer's securities held by DC Group is reported herein. Mr. Crow disclaims, for purposes of Section 16 of the 1934 Exchange Act (the "Exchange Act"), beneficial ownership of such securities, except to the extent of its/his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Crow is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(2) These securities are beneficially owned by M.W. Crow Family L.P. (the "Family LP") of which Michael Crow is a General Partner. In accordance with Instruction 4(b)(iv) to Form 4, the entire amount of the Issuer's securities held by the Family LP is reported herein. Mr. Crow disclaims, for purposes of Section 16 of the Exchange Act, beneficial ownership of such securities, except to the extent of its/his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Crow is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(3) These securities are held by Trevor Crow, Michael Crow's wife.

(4) In addition, B&P Management, LLC ("B&P") of which Michael Crow is a Co-Manager beneficially owns 2,999,130 shares. In accordance with Instruction 4(b)(iv) to Form 4, the entire amount of the Issuer's securities held by B&P is reported herein. Mr. Crow disclaims, for purposes of Section 16 of the Exchange Act, beneficial ownership of such securities, except to the extent of its/his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Crow is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(5) In addition, B&P beneficially owns 104,496 warrants to purchase common stock. In accordance with Instruction 4(b)(iv) to Form 4, the entire amount of the Issuer's securities held by B&P is reported herein. Mr. Crow disclaims, for purposes of Section 16 of the Exchange Act, beneficial ownership of such securities, except to the extent of its/his pecuniary interest therein, and this report shall not be deemed an admission that Mr. Crow is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.