GIBRALTAR INDUSTRIES, INC.

Form 4/A August 09, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number: 3235-0287

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Check this box if no longer subject to Section 16. Form 4 or Form 5

Form 4 or
Form 5
obligations
may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Add Nish James B	Symbol	GIBRALTAR INDUSTRIES, INC.				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 3556 LAKE S	(First) HORE ROA	(Month/Day	3. Date of Earliest Transaction (Month/Day/Year) 07/01/2016				Director 10% Owner Officer (give title below) Other (specify below)			
BOX 2028										
BUFFALO, N	(Street)	Filed(Month/	4. If Amendment, Date Original Filed(Month/Day/Year) 07/06/2016				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	Table I	Table I - Non-Derivative Securities Acc				quired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/	Year) E	A. Deemed xecution Date, if my Month/Day/Year)	3. Transactic Code (Instr. 8)	4. SecuritonAcquired Disposed (Instr. 3,	(A) or of (D)	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)	
Common Stock (Restricted)							1,322	D		
Deferred Stock Units							2,389	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

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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. l De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit (MSPP Post-2012)	(2)	07/01/2016		A <u>(3)</u>	501.4	<u>(2)</u>	(2)	Common Stock	501.4	\$
Restricted Stock Unit (MSPP Match Post-2012)	<u>(4)</u>					<u>(4)</u>	<u>(4)</u>	Common Stock	587.89	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Nish James B 3556 LAKE SHORE ROAD P.O. BOX 2028 BUFFALO, NY 14219-0228

Signatures

/s/ Paul J. Schulz, Attorney in Fact for James B.
Nish
08/09/2016

**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) Represents restricted stock units allocated to the Reporting Person after 2012 with respect to the Reporting Person's deferral of a portion of his annual director retainer fee.
- (2) Restricted stock units are payable solely in cash in one lump sum payment or in five (5) or ten (10) consecutive, substantially equal annual installments, whichever distribution form is elected by the Reporting Person, beginning six (6) months following termination of service as a director of the Company. Each restricted stock unit is converted to cash in an amount equal to the fair market value (200 day rolling average) of one share of the Company's common stock on the date of termination of the Reporting Person's service as a director of

Reporting Owners 2

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the Company.

- (3) Amendment filed to remove extraneous listing of balance holdings of securities beneficially owned by Reporting Person which were superseded by the reported transaction.
 - Restricted stock units are forfeited if Reporting Person's service as a director of the Company is terminated prior to age sixty (60). If service as a director continues through age sixty (60), restricted stock units are payable solely in cash in one lump sum payment or in five (5) or ten (10) consecutive, substantially equal annual installments, whichever distribution form is elected by the Reporting Person,
- beginning six (6) months following termination of service. Each restricted stock unit is converted to cash in an amount equal to the fair market value (200 day rolling average) of one share of the Company's common stock on the date of termination of the Reporting Person's service as a director of the Company.

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.