FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Jensen Elizabeth</u>						2. Issuer Name and Ticker or Trading Symbol GIBRALTAR INDUSTRIES, INC. [ROCK]											k all appli Directo	ector cer (give title		son(s) to Iss 10% Ov Other (s below)	vner		
(Last) (First) (Middle) 3556 LAKE SHORE ROAD P.O. BOX 2028						3. Date of Earliest Transaction (Month/Day/Year) 02/22/2022												Chief Human Resources Officer					
(Street) BUFFALO NY 14219-0228 (City) (State) (Zip) Table I - Non-Deriva					,	4. If Amendment, Date of Original Filed (Month/Day/Year)											S. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
1 Tido of	S = = = = = = = = = = = = = = = = = = =		le I - Noi			_			cqu	ııred, L	Disp								ا د م	vnership	7. Nature		
1. Title of Security (Instr. 3) 2. Transa Date (Month/D						ar) i	2A. Deemed Execution Date, f any (Month/Day/Year)			Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)				4 and Securitie Benefici		es For ially (D) Following (I) (n: Direct or Indirect nstr. 4)	of Indirect Beneficial Ownership (Instr. 4)		
										Code	v	Amount	t	(A) or (D)	Pric	Transaci		tion(s)			(111501. 4)		
Performa	2/2022	2022				D		3,055	5 (2)	D	\$0		0			D							
Restricted Stock Unit (LTIP 3/8/2021)																	1,091			D			
		Т	able II -	Derivat (e.g., p													wned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	4. Transaction Code (Instr. B)		of Deriv	r osed) r. 3, 4	Exp	Date Exe piration I onth/Day		of Se Unde Deriv	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		D	Price of erivative ecurity 1str. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	E C S S Illy D O (I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Dat	te ercisable		piration ate	Title		Amoun or Numbe of Shares	r							
Restricted Stock Unit (2018 MSPP Match) ⁽³⁾	(4)									(4)		(4)	Com		155.5	8		155.58	3	D			

Explanation of Responses:

(6)

Restricted Stock Unit

MSPP)(5)

1. Represents performance units which will be awarded to Reporting Person under the Company's Equity Incentive Plan upon achievement of the targeted return on invested capital for 2021. The maximum number of Performance Units which may be earned is two hundred percent (200%) of the Performance Units awarded for target level performance and the minimum number of Performance Units which may be earned is zero (0) Performance Units.

(6)

(6)

- 2. Represents a decrease of the targeted number of Performance Units awarded to the Reporting Person on March 8, 2021 under the Company's 2018 Equity Incentive Plan as a result of the Company's achievement of a return on invested capital below the targeted return on invested capital for 2021. The Compensation Committee has reviewed and confirmed the Company's calculation of Return on Invested Capital for 2021 as compared to target and approved the resulting decrease in the number of Performance Units.
- 3. Represents matching restricted stock units allocated to the Reporting Person with respect to the Reporting Person's deferral of a portion of their annual base salary pursuant to the Company's 2018
- 4. Restricted stock units are forfeited if Reporting Person's service as an officer of the Company is terminated prior to the fifth (5th) anniversary of the Reporting Person's vesting commencement date. If service as an officer continues beyond the fifth (5th) anniversary of the Reporting Person's vesting commencement date, 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 of one share of the Company's common stock, as defined in the Company's 2018 Management Stock Purchase Plan, on the date of termination of the Reporting Person's service as an officer of the Company.
- 5. Represents restricted stock units allocated to the Reporting Person with respect to the Reporting Person's deferral of a portion of their annual base salary pursuant to the Company's 2018 Management Stock Purchase Plan.
- 6. 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 of one share of the Company's common stock, as defined in the Company's 2018 Management Stock Purchase Plan, on the date of termination of the Reporting Person's service as an officer of the Company.

/s/ Jeffrey J. Watorek Attorney-in-Fact for Elizabeth 02/23/2022 Jensen

** Signature of Reporting Person Date

388.94

Stock

388.94

D

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.