UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) August 1, 2013 (July 31, 2013)

GIBRALTAR INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 0-22462 (Commission File Number) 16-1445150 (IRS Employer Identification No.)

3556 Lake Shore Road
P.O. Box 2028
Buffalo, New York 14219-0228
(Address of principal executive offices) (Zip Code)

(716) 826-6500 (Registrant's telephone number, including area code)

k 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 sions:
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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SIGNATURE EX-99.1 EX-99.2

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Item 2.02 Results of Operations and Financial Condition.

and

Item 7.01 Regulation FD Disclosure

The following information is furnished pursuant to both Item 2.02 and Item 7.01:

On August 1, 2013, Gibraltar Industries, Inc. (the "Company") issued a news release and held a conference call regarding results for the three and six months ended June 30, 2013. A copy of the news release (the "Release") is furnished herewith as Exhibit 99.2 and is incorporated herein by reference.

The Company references non-GAAP financial information in both the Release and the conference call. A reconciliation of these non-GAAP financial measures is contained in the Release. The information in this Form 8-K under the captions Items 2.02 and 7.01 and Item 9.01, including the Release, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933 (the "Securities Act") or the Exchange Act, unless the Company specifically incorporates it by reference in a document filed under the Securities Act or the Exchange Act.

Item 8.01 Other Events

On July 31, 2013, the registrant announced that it had commenced an exchange offer to exchange its outstanding 6.25% Senior Subordinated Notes due 2021, issued in January 2013, for a like principal amount of its 6.25% Senior Subordinated Notes due 2021, registered under the Securities Act of 1933. A copy of the press release issued in connection with such action is furnished here with as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

Description

(a)-(c) Not Applicable

(d) Exhibits:

Exhibit No

99.1	News Release issued by Gibraltar Industries, Inc. on July 31, 2013
99.2	News Release issued by Gibraltar Industries, Inc. on August 1, 2013

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SIGNATURE

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.

GIBRALTAR INDUSTRIES, INC.

Date: August 1, 2013

By: /s/ Kenneth W. Smith

Kenneth W. Smith

Senior Vice President and Chief Financial Officer

Contact:

Kenneth Smith Chief Financial Officer 716.826.6500 ext. 3217 kwsmith@gibraltar1.com

Gibraltar Industries Announces Exchange Offer for Unregistered 6.25% Senior Subordinated Notes due 2021

Buffalo, New York, July 31, 2013 – Gibraltar Industries, Inc. (Nasdaq: ROCK) has commenced an exchange offer for its outstanding unregistered 6.25% Senior Subordinated Notes due 2021 (the "old notes"). The old notes were issued on January 31, 2013 in a private placement pursuant to Rule 144A and Regulation S under the Securities Act of 1933 in an aggregate principal amount of \$210.0 million. Holders of the old notes may exchange them for an equal principal amount of new 6.25% Senior Subordinated Notes due 2021 (the "new notes"), which will be issued pursuant to an effective registration statement on Form S-4 filed with the Securities and Exchange Commission. Terms of the new notes are substantially identical to those of the old notes, except that the transfer restrictions, registration rights and provisions relating to additional interest applicable to the old notes do not apply to the new notes.

The exchange offer will expire at 12:00 a.m., New York City time, on August 29, 2013, unless extended. Tenders of the old notes must be made before the exchange offer expires and may be withdrawn at any time before the exchange offer expires.

Documents describing the terms of the exchange offer, including the prospectus and transmittal materials for making tenders, can be obtained from Gibraltar Industries, Inc., Attention: Timothy F. Murphy, Vice President, Treasurer and Secretary, telephone (716) 826-6500.

This news release is for informational purposes only, and is not an offer to buy or the solicitation of an offer to sell any security. The exchange offer is being made only pursuant to the exchange offer documents, including the prospectus and letter of transmittal that are being distributed to the holders of the old notes and have been filed with the Securities and Exchange Commission.

About Gibraltar

Gibraltar Industries is a leading manufacturer and distributor of building products, focused on residential and low-rise commercial building markets, as well as industrial and infrastructure markets. The Company generates more than 80% of its sales from products that hold leading positions in their markets, and serves customers across North America and Europe. Gibraltar's strategy is to grow organically by expanding its product portfolio and penetration of existing customer accounts, while broadening its market and geographic coverage through the acquisition of companies with leadership positions in adjacent product categories. Comprehensive information about Gibraltar can be found on its website at http://www.gibraltar1.com.

Safe Harbor Statement

Information contained in this news release, other than historical information, contains forward-looking statements and is subject to a number of risk factors, uncertainties, and assumptions. Risk factors that could affect these statements include, but are not limited to, the following: the availability of raw materials and the effects of changing raw material prices on the Company's results of operations; energy prices and usage; changing demand for the Company's products and services; changes in the liquidity of the capital and credit markets; risks associated with the integration of acquisitions; and changes in interest and tax rates. In addition, such forward-looking statements could also be affected by general industry and market conditions, as well as general economic and political conditions. The Company undertakes no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by applicable law or regulation.

Contact:

Kenneth Smith Chief Financial Officer 716.826.6500 ext. 3217 kwsmith@gibraltar1.com

Gibraltar Reports Second-Quarter Financial Results

Buffalo, New York, August 1, 2013 — Gibraltar Industries, Inc. (Nasdaq: ROCK), a leading manufacturer and distributor of products for building and industrial markets, today reported its financial results for the three and six-month periods ended June 30, 2013. All financial measures in this release reflect only the Company's continuing operations unless otherwise noted.

Second-Quarter Financial Results

Gibraltar's net sales for the second quarter of 2013 rose 2% to \$224.5 million, compared with \$219.7 million for the second quarter of 2012. Second-quarter 2013 adjusted net income was \$8.2 million, or \$0.26 per diluted share, compared with \$8.7 million, or \$0.28 per diluted share, in the second quarter of 2012. The adjusted second-quarter 2013 results exclude after-tax special charges of \$0.5 million, or \$0.01 per diluted share, resulting from exit activity costs related to business restructuring. The adjusted net income for the second quarter of 2012 excluded after-tax special charges totaling \$0.8 million, or \$0.02 per diluted share, consisting of exit activity and acquisition-related costs. Including these items in the respective periods, the second-quarter 2013 GAAP results were net income of \$7.7 million, or \$0.25 per diluted share, compared with net income of \$7.9 million, or \$0.26 per diluted share, in the second quarter of 2012.

Six Month Financial Results

For the six months ended June 30, 2013, total net sales increased to \$421.3 million, from \$411.9 million in the comparable 2012 period, a 2% increase. Adjusted net income from continuing operations was \$9.4 million, or \$0.30 per diluted share, compared to \$11.3 million, or \$0.37 per diluted share, in the comparable period of 2012. The adjusted results for the first half of 2013 exclude after-tax special charges of \$5.3 million, or \$0.17 per diluted share, resulting primarily from costs related to the Company's successful re-financing of its senior subordinated notes during the first quarter, which lowered the interest rate by 175 basis points. Adjusted net income for the first six months of 2012 excludes after-tax special charges of \$2.0 million, or \$0.07 per diluted share, for exit activity costs related to business restructuring and acquisition-related costs. Including these items, the GAAP net income in the first six months of 2013 was \$4.1 million, or \$0.13 per diluted share, compared with \$9.4 million, or \$0.30 per diluted share, in the comparable period of 2012.

Management Comments

"We continued to see improvement as anticipated in some key areas of our business in the second quarter, but these positive developments were offset by lower-than-expected organic revenues," said Chairman and Chief Executive Officer Brian Lipke. "Our guidance for the quarter was for consolidated revenues to increase 9% year-over-year, led by incremental sales from our recent acquisitions. Although we did see the double-digit growth in the multi-family building market that we anticipated, sales in all of our other end markets were lower than our forecast. Growth in the infrastructure market was modestly slower as expected; however, industrial product revenues were significantly slower. Repair and remodel activity in the residential and low-rise commercial building markets also fell short of our expectations. As a result, our organic sales were down 5% year-over-year, and our total revenues grew only 2% from the second quarter last year."

"Several positive factors combined to partially offset the shortfall in organic revenue growth in terms of both our top and bottom lines," said Lipke. "The three acquisitions we completed during the fourth quarter of 2012 contributed meaningfully to our second-quarter sales and margins. These businesses are continuing to perform as expected, and their integration processes are continuing as planned. In addition, our West Coast operation continued to deliver on its margin improvement goals. We also continued to benefit from lower interest expense due to the refinancing of our notes in January of this year. Nonetheless, adjusted earnings per share for the quarter were below our guidance due to the revenue weakness."

"Sales of our products for single- and multi-family new home construction increased from the second quarter last year," said Henning Kornbrekke, President and Chief Operating Officer. "We clearly have entered a fundamentally solid long-term recovery in residential new construction, which represents about 10% of our business. Our largest revenue exposure for residential products is related to repair and remodeling where second-quarter activity continued to lag expectations and the prior year period."

"Residential roofing demand, in particular, did not increase as we had expected in the second quarter," Kornbrekke said. "We believe this was partly due to weather that was unfavorable for roofing in some parts of the country. It also reflected, we believe, continued reluctance among homeowners to commit to bigticket remodeling projects. However, our infrastructure products business continued to perform well in the second quarter, driven by backlog, new orders and results from one of the businesses we acquired in the fourth quarter of 2012."

"Conditions in our industrial markets were similar to those we experienced in the first quarter," Kornbrekke said. "Industrial demand remained soft, primarily for products sold into the wholesale distribution channel, which ultimately serves a broad cross section of end markets. The reduced demand led to lower selling prices. These factors continued to affect our industrial product sales in North America, as well as in Europe where the ongoing recession continues to depress the automotive and construction markets that are a large part of our business."

Outlook

"We continued to drive operational improvements across the company during the second quarter of 2013," said Lipke. "Given the margin leverage in our business model, we are optimistic about Gibraltar's prospects going forward. The fundamentals in the residential and low-rise commercial building markets are moving in a positive direction, but demand was not as strong as we had anticipated in the first half of 2013. Although we previously expected a second-half recovery in our industrial markets, which represent nearly 40% of our revenues, we now expect continued weakness in demand and pricing. As a result, we now expect that Gibraltar will deliver modest sales growth in 2013, led by the contributions from recent acquisitions, with slightly lower margins and earnings compared to 2012, with adjusted earnings per share in the range of \$0.54 to \$0.64 for the full year. Longer term, we believe that Gibraltar is well-positioned to deliver more significant improvement on both the top and bottom lines as our end markets resume their growth."

Second-Quarter Conference Call Details

Gibraltar has scheduled a conference call today to discuss its results for the second quarter of 2013, starting at 9:00 a.m. ET. Interested parties may access the call by dialing (877) 407-5790 or (201) 689-8328. The presentation slides that will be discussed in the conference call are expected to be available this morning, prior to the start of the call. The slides may be downloaded from the Gibraltar website: http://www.gibraltar1.com. A webcast replay of the conference call and a copy of the transcript will be available on the website following the call.

About Gibraltar

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Non-GAAP Financial Data

To supplement Gibraltar's consolidated financial statements presented on a GAAP basis, Gibraltar also presented certain adjusted financial data in this news release. Adjusted financial data excluded special charges consisting of restructuring primarily associated with the closing and consolidation of our facilities, acquisition-related costs, and note re-financing costs. These adjustments are shown in the Non-GAAP reconciliation of adjusted operating results excluding special charges provided in the financial statements that accompany this news release. We believe that the presentation of results excluding special charges provides meaningful supplemental data to investors, as well as management, that are indicative of the Company's core operating results and facilitates comparison of operating results across reporting periods as well as comparison with other companies. Special charges are excluded since they may not be considered directly related to our ongoing business operations. These adjusted measures should not be viewed as a substitute for our GAAP results, and may be different than adjusted measures used by other companies.

Next Earnings Announcement

Gibraltar expects to release its financial results for the three and nine month periods ending September 30, 2013, on Thursday, October 31, 2013, and hold its earnings conference call later that morning, starting at 9:00 a.m. ET.

GIBRATLAR INDUSTRIES, INC. CONSOLIDATED INCOME STATEMENTS (in thousands, except per share data) (Unaudited)

Net sales 2013 2012 2013 2012 501 <		Three Months Ended June 30,		Six Mont June	
Cost of sales 179,813 178,081 34,437 334,688 Gross profit 44,706 41,726 80,883 77,207 Selling, general, and administrative expense 28,433 25,433 59,404 53,891 Income from operations 16,283 16,293 21,479 23,166 Incerest Expense 3,690 4,627 14,850 9,315 Income before taxes 12,602 11,981 6,704 14,361 Income before taxes 4,870 4,066 2,615 4,997 Income from continuing operations 7,732 7,915 4,089 9,364 Income from continuing operations 7,732 7,915 4,089 9,364 Income from continuing operations - 16 7 15,39 Income from discontinued operations - 16 7 10 13 15,79 Income from continuing operations - 7,732 7,906 3,035 3,048 9,048 Net income 5,732 5,026 5,035<		2013			
Gross profit 44,706 41,726 80,883 77,207 Selling, general, and administrative expense 28,423 25,433 59,404 53,891 Income from operations 16,283 16,293 21,479 23,316 Interest Expense 3,690 4,627 14,850 9,301 Other income (9) 315) (75) (346) Income before taxes 12,602 11,981 6,704 14,361 Provision for income taxes 4,870 4,066 2,615 4,997 Income from continuing operations 7,732 7,915 4,089 9,364 Discontinued operations - (16) (7) (153) 6,79 Benefit of income taxes - (7) (3) (57) 4,080 9,60 1,05 <	Net sales	\$224,519	\$219,734	\$421,320	\$411,905
Selling general, and administrative expense 28,423 25,433 59,404 53,801 Income from operations 16,283 16,293 21,479 23,316 Income from operations 3,690 4,627 14,850 9,01 Other income 9 315 7,75 2460 Income before taxes 12,602 11,981 6,704 14,361 Provision for income taxes 4,870 4,066 2,615 4,997 Income from continuing operations 7,732 7,915 4,089 9,364 Discontinued operations - (16) 7,7 1,53 5,7 Benefit of income taxes - (16) 7,7 1,53 5,7 Benefit of income taxes - (16) 7,7 1,53 5,7 Benefit of income taxes - (16) 7,7 1,33 5,7 Benefit of income taxes - 7,73 7,91 4,08 9,08 Net income \$7,732 \$7,90 \$0,13 \$0,30	Cost of sales	179,813	178,008	340,437	334,698
Income from operations 16,283 16,293 21,479 23,316 Interest Expense 3,690 4,627 14,850 9,301 Other income (9) (315) (75) (346) Income before taxes 12,602 11,981 6,704 14,361 Provision for income taxes 4,870 4,066 2,615 4,997 Income from continuing operations 7,732 7,915 4,089 9,364 Discontinued operations: — (16) (7) (15) (57) Loss before taxes — (7) (3) (57) Benefit of income taxes — (7) (3) (57) Loss from discontinued operations — (9) (4) (96) Net armings per share – Basic: —	Gross profit	44,706	41,726	80,883	77,207
Interest Expense 3,690 4,627 14,850 9,301 Other income 9 315 75 346 Income before taxes 12,602 11,981 6,704 14,361 Provision for income taxes 4,870 4,066 2,615 4,997 Income from continuing operations 7,32 7,915 4,089 9,364 Income from continuing operations — (16) (7) (153) Benefit of income taxes — (7) (3) (57) Loss from discontinued operations — (7) (3) (57) Net income \$7,732 7,906 \$ 4,085 \$ 9,268 Net earnings per share – Basic: — (7) (3) (57) Net earnings per share – Basic: — — — — — Net income \$0.25 \$0.26 \$0.13 \$0.30 Net income \$0.25 \$0.26 \$0.13 \$0.30 Net earnings per share – Diluted: — — — <td>Selling, general, and administrative expense</td> <td>28,423</td> <td>25,433</td> <td>59,404</td> <td>53,891</td>	Selling, general, and administrative expense	28,423	25,433	59,404	53,891
Other income (9) (315) (75) (346) Income before taxes 12,602 11,981 6,704 14,361 Provision for income taxes 4,870 4,066 2,615 4,997 Income from continuing operations 7,732 7,915 4,089 9,364 Discontinued operations: - (16) (7) (153) (57) Benefit of income taxes - (7) (3) (57) Loss from discontinued operations - (7) (3) (57) Net income \$7,732 \$7,906 \$4,085 \$9,268 Net earnings per share - Basic: - (7) (3) \$0,05 Income from continuing operations \$0,25 \$0,26 \$0,13 \$0,30 Net income \$0,25 \$0,26 \$0,13 \$0,30 Weighted average shares outstanding - Basic 30,925 \$0,26 \$0,13 \$0,30 Net earnings per share - Diluted: - - - - - Income from continu	Income from operations	16,283	16,293	21,479	23,316
Income before taxes 12,602 11,981 6,704 14,361 Provision for income taxes 4,870 4,066 2,615 4,997 Income from continuing operations 7,732 7,915 4,089 9,364 Discontinued operations: Total control con	Interest Expense	3,690	4,627	14,850	9,301
Provision for income taxes 4,870 4,066 2,615 4,997 Income from continuing operations 7,732 7,915 4,089 9,364 Discontinued operations: Uses before taxes — (16) (7) (153) Benefit of income taxes — (7) (3) (57) Loss from discontinued operations — (9) (4) (96) Net income \$7,732 \$7,906 \$4,085 \$9,268 Net earnings per share – Basic: Income from continuing operations \$0,25 \$0,26 \$0,13 \$0,30 Loss from discontinued operations — — — — — Net income \$0,25 \$0,26 \$0,13 \$0,30 Weighted average shares outstanding – Basic 30,925 30,735 30,901 30,726 Net earnings per share – Diluted:	Other income	(9)	(315)	(75)	(346)
Income from continuing operations 7,732 7,915 4,089 9,364 Discontinued operations: Uses before taxes ———————————————————————————————————	Income before taxes	12,602	11,981	6,704	14,361
Discontinued operations: Loss before taxes — (16) (7) (153) Benefit of income taxes — (7) (3) (57) Loss from discontinued operations — (9) (4) (96) Net income \$7,732 \$7,906 \$4,085 \$9,268 Net earnings per share – Basic: — <th< td=""><td>Provision for income taxes</td><td>4,870</td><td>4,066</td><td>2,615</td><td>4,997</td></th<>	Provision for income taxes	4,870	4,066	2,615	4,997
Loss before taxes — (16) (7) (153) Benefit of income taxes — (7) (3) (57) Loss from discontinued operations — (9) (4) (96) Net income \$7,732 \$7,906 \$4,085 \$9,268 Net earnings per share – Basic: —	Income from continuing operations	7,732	7,915	4,089	9,364
Benefit of income taxes — (7) (3) (57) Loss from discontinued operations — (9) (4) (96) Net income \$7,732 \$7,906 \$4,085 \$9,268 Net earnings per share – Basic: —	Discontinued operations:				
Loss from discontinued operations — (9) (4) (96) Net income \$ 7,732 \$ 7,906 \$ 4,085 \$ 9,268 Net earnings per share – Basic: Income from continuing operations \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30 Loss from discontinued operations — <	Loss before taxes	_	(16)	(7)	(153)
Net income \$ 7,732 \$ 7,906 \$ 4,085 \$ 9,268 Net earnings per share – Basic: Income from continuing operations \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30 Loss from discontinued operations — — — — — — — — — — — — — — — — — — —	Benefit of income taxes	<u> </u>	(7)	(3)	(57)
Net earnings per share – Basic: Income from continuing operations \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30 Loss from discontinued operations — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — Net earnings per share outstanding – Basic 30,925 30,735 30,901 30,726 Net earnings per share – Diluted: Income from continuing operations \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30 Loss from discontinued operations — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — —	Loss from discontinued operations		(9)	(4)	(96)
Income from continuing operations \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30 Loss from discontinued operations —	Net income	\$ 7,732	\$ 7,906	\$ 4,085	\$ 9,268
Loss from discontinued operations —	Net earnings per share – Basic:				
Net income \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30 Weighted average shares outstanding – Basic 30,925 30,735 30,901 30,726 Net earnings per share – Diluted: Income from continuing operations \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30 Loss from discontinued operations — — — — — — — Net income \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30	Income from continuing operations	\$ 0.25	\$ 0.26	\$ 0.13	\$ 0.30
Weighted average shares outstanding – Basic 30,925 30,735 30,901 30,726 Net earnings per share – Diluted: Income from continuing operations \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30 Loss from discontinued operations — — — — — Net income \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30	Loss from discontinued operations				
Net earnings per share – Diluted: Income from continuing operations \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30 Loss from discontinued operations — — — — — Net income \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30	Net income	\$ 0.25	\$ 0.26	\$ 0.13	\$ 0.30
Income from continuing operations \$ 0.25 \$ 0.26 \$ 0.13 \$ 0.30 Loss from discontinued operations -	Weighted average shares outstanding – Basic	30,925	30,735	30,901	30,726
Loss from discontinued operations —	Net earnings per share – Diluted:				
Loss from discontinued operations —	Income from continuing operations	\$ 0.25	\$ 0.26	\$ 0.13	\$ 0.30
	Loss from discontinued operations	_	_	_	_
Weighted average shares outstanding – Diluted 31,099 30,815 31,079 30,806	Net income	\$ 0.25	\$ 0.26	\$ 0.13	\$ 0.30
	Weighted average shares outstanding – Diluted	31,099	30,815	31,079	30,806

GIBRALTAR INDUSTRIES, INC. CONSOLIDATED BALANCE SHEETS

(in thousands, except per share data)
(Unaudited)

	June 30, 2013	December 31, 2012
Assets		
Current assets:		
Cash and cash equivalents	\$ 44,637	\$ 48,028
Accounts receivable, net of reserve	121,851	89,473
Inventories	119,022	116,357
Other current assets	17,051	13,380
Total current assets	302,561	267,238
Property, plant, and equipment, net	144,412	151,613
Goodwill	358,871	359,863
Acquired intangibles	94,966	98,759
Other assets	7,175	6,201
Total assets	\$907,985	\$ 883,674
Liabilities and Shareholders' Equity		
Current liabilities:		
Accounts payable	\$ 81,812	\$ 69,060
Accrued expenses	43,975	47,432
Current maturities of long-term debt	417	1,093
Total current liabilities	126,204	117,585
Long-term debt	213,604	206,710
Deferred income taxes	56,934	57,068
Other non-current liabilities	32,810	25,489
Shareholders' equity:		
Preferred stock, \$0.01 par value; authorized 10,000 shares; none outstanding	_	_
Common stock, \$0.01 par value; authorized 50,000 shares, 31,085 and 30,938 shares issued in 2013 and 2012	310	309
Additional paid-in capital	242,127	240,107
Retained earnings	246,167	242,082
Accumulated other comprehensive loss	(5,434)	(1,575)
Cost of 389 and 350 common shares held in treasury in 2013 and 2012	(4,737)	(4,101)
Total shareholders' equity	478,433	476,822
Total liabilities & shareholders' equity	\$907,985	\$ 883,674

GIBRALTAR INDUSTRIES, INC. CONSOLIDATED STATEMENTS OF CASH FLOWS (in thousands) (Unaudited)

	Six Months Ended June 30, 2013 2012	
Cash Flows from Operating Activities		2012
Net income	\$ 4,085	\$ 9,268
Loss from discontinued operations	(4)	(96)
Income from continuing operations	4,089	9,364
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:	,,,,,	-,
Depreciation and amortization	13,716	13,292
Loss on early note redemption	7,166	_
Stock compensation expense	1,623	2,038
Non-cash charges to interest expense	496	789
Other non-cash adjustments	1,653	2,806
Increase (decrease) in cash resulting from changes in the following (excluding the effects of acquisitions):		
Accounts receivable	(34,296)	(24,860)
Inventories	(3,628)	(7,146)
Other current assets and other assets	(3,206)	805
Accounts payable	13,487	15,851
Accrued expenses and other non-current liabilities	4,169	(14,937)
Net cash provided by (used in) operating activities of continuing operations	5,269	(1,998)
Net cash used in operating activities of discontinued operations	(7)	(36)
Net cash provided by (used in) operating activities	5,262	(2,034)
Cash Flows from Investing Activities		
Purchases of property, plant, and equipment	(4,741)	(4,562)
Cash paid for acquisitions, net of cash acquired	(146)	(2,705)
Net proceeds from sale of property and equipment	247	414
Net cash used in investing activities	(4,640)	(6,853)
Cash Flows from Financing Activities		
Proceeds from long-term debt	210,000	_
Long-term debt payments	(205,080)	(404)
Payment of deferred financing fees	(3,755)	_
Payment of note redemption fees	(3,702)	_
Purchase of treasury stock at market prices	(636)	(968)
Net proceeds from issuance of common stock	336	10
Excess tax benefit from stock compensation	62	59
Net cash used in financing activities	(2,775)	(1,303)
Effect of exchange rate changes on cash	(1,238)	136
Net decrease in cash and cash equivalents	(3,391)	(10,054)
Cash and cash equivalents at beginning of year	48,028	54,117
Cash and cash equivalents at end of period	\$ 44,637	\$ 44,063
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GIBRALTAR INDUSTRIES, INC.

Non-GAAP Reconciliation of Adjusted Income Statement (Unaudited)

(in thousands, except per share data)

	Three Months Ended June 30, 2013		
	As Reported In GAAP Statements	Restructuring Costs	Non-GAAP Item
Net Sales	\$224,519	\$ —	\$224,519
Cost of sales	179,813	(681)	179,132
Gross profit	44,706	681	45,387
Selling, general, and administrative expense	28,423	(78)	28,345
Income from operations	16,283	759	17,042
Operating margin	7.3%	0.3%	7.6%
Interest expense	3,690	_	3,690
Other Income	(9)	_	(9)
Income before income taxes	12,602	759	13,361
Provision for income taxes	4,870	279	5,149
Income from continuing operations	\$ 7,732	\$ 480	\$ 8,212
Income from continuing operations per share – diluted	\$ 0.25	\$ 0.01	\$ 0.26

GIBRALTAR INDUSTRIES, INC.

Non-GAAP Reconciliation of Adjusted Income Statement (Unaudited)

(in thousands, except per share data)

	Three Months Ended June 30, 2012			
	As Reported In GAAP Statements	Restructuring Costs	Acquisition Related Costs	Adjusted Statement of Operations
Net sales	\$219,734	\$ —	\$ —	\$219,734
Cost of sales	178,008	(1,113)	(89)	176,806
Gross profit	41,726	1,113	89	42,928
Selling, general, and administrative expense	25,433	(4)	(32)	25,397
Income from operations	16,293	1,117	121	17,531
Operating margin	7.4%	0.5%	0.1%	8.0%
Interest expense	4,627	_	_	4,627
Other income	(315)			(315)
Income before income taxes	11,981	1,117	121	13,219
Provision for income taxes	4,066	419	45	4,530
Income from continuing operations	\$ 7,915	\$ 698	\$ 76	\$ 8,689
Income from continuing operations per share – diluted	\$ 0.26	\$ 0.02	\$ —	\$ 0.28

GIBRALTAR INDUSTRIES, INC.

Non-GAAP Reconciliation of Adjusted Income Statement (Unaudited)

(in thousands, except per share data)

	Six Months Ended June 30, 2013				
	As Reported In GAAP Statements	Restructuring Costs	Acquisition Related Costs	Note Re- Financing	Adjusted Statement of Operations
Net sales	\$421,320	\$ —	\$ —	\$ —	\$421,320
Cost of sales	340,437	(710)	(203)	_	339,524
Gross profit	80,883	710	203		81,796
Selling, general, and administrative expense	59,404	(202)	(120)		59,082
Income from operations	21,479	912	323	_	22,714
Operating margin	5.1%	0.2%	0.1%		5.4%
Interest expense	14,850	_	_	(7,166)	7,684
Other income	(75)				(75)
Income before income taxes	6,704	912	323	7,166	15,105
Provision for income taxes	2,615	335	118	2,616	5,684
Income from continuing operations	\$ 4,089	\$ 577	\$ 205	\$ 4,550	\$ 9,421
Income from continuing operations per share – diluted	\$ 0.13	\$ 0.02	\$ —	\$ 0.15	\$ 0.30

GIBRALTAR INDUSTRIES, INC.

Non-GAAP Reconciliation of Adjusted Income Statement (Unaudited)

(in thousands, except per share data)

		Six Months Ended June 30, 2012			
	As Reported In GAAP Statements	Restructuring Costs	Acquisition Related Costs	Adjusted Statement of Operations	
Net sales	\$411,905	\$	\$ —	\$411,905	
Cost of sales	334,698	(2,879)	(150)	331,669	
Gross profit	77,207	2,879	150	80,236	
Selling, general, and administrative expense	53,891	(18)	(112)	53,761	
Income from operations	23,316	2,897	262	26,475	
Operating margin	5.7%	0.7%	0.0%	6.4%	
Interest expense	9,301	_	_	9,301	
Other income	(346)	<u> </u>		(346)	
Income before income taxes	14,361	2,897	262	17,520	
Provision for income taxes	4,997	1,128	60	6,185	
Income from continuing operations	\$ 9,364	\$ 1,769	\$ 202	\$ 11,335	
Income from continuing operations per share – diluted	\$ 0.30	\$ 0.06	\$ 0.01	\$ 0.37	