FORM 4

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

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Estimated average burden

0.5

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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>LIPKE BRIAN J</u>		ssuer Name <b>and</b> Ti BRALTAR I				S. Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner						
(Last) (First) (Middle) 75 ELMVIEW AVENUE			eate of Earliest Trar 05/2011	nsaction	(Mon	th/Day/Year)	X Officer (give title Other (specify below) Chairman and CEO					
(Street) HAMBURG NY 14075			Amendment, Date	of Orig	inal Fi	led (Month/Da	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting					
(City) (State) (Zip)							Person					
	1		Securities A	-	ed, C	1				-		I
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Y		Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 at			15)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
					v	Amount	(A) or (D) Price		- 1	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	01/05/202	11		A		10,890(1)	A	\$13.	38	182,980	D	
Restricted Stock Unit (LTIP 01/05/2009)	01/05/201	11		D		16,451	D	\$13.	38	32,904(2)	D	
Restricted Stock Unit (LTIP 01/02/2008)										12,801(3)	D	
Restricted Stock Unit (LTIP 01/03/2011										61,650(4)	D	
Restricted Stock Unit (LTIP 01/04/2010)										52,686(5)	D	
Restricted Stock Unit (LTIP 04/27/2007)										9,932(6)	D	
Restricted Stock Unit (Retirement Supplement)										150,000 <sup>(7)</sup>	D	
Common Stock										896,040	I	Bonneville Trust <sup>(8)</sup>
Common Stock										3,900	I	Brian J. Lipke C/F Erica R. Lipke UTMA <sup>(9)</sup>
Common Stock										3,900	I	Brian J. Lipke C/F Kenneth E. Lipke UTMA <sup>(10)</sup>
Common Stock										9,407	I	Carlisle Lipke-Ricci Trust <sup>(11)</sup>
Common Stock										8,909	I	Elissa Kristina Lipke Trust <sup>(12)</sup>
Common Stock										8,700	I	Erica Rae Lipke Trust <sup>(13)</sup>
Common Stock										4,070	I	Erica Rae Lipke UTMA Trust <sup>(14)</sup>
Common Stock										5,235.47	I	Gibraltar Industries, Inc. 401(k) Savings Plan <sup>(15)</sup>

1. Title of Se	ecurity (Instr.	3)		2. Transaction Date (Month/Day/	Execution Date, Transaction			4. Securities Disposed Of	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported		6. Owners Form: Dir (D) or Indi (I) (Instr. 4	ect Indi irect Ben I) Owr	Indirect					
									Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			(1115)	(11150.4)	
Common S	ommon Stock													2,077		I	Sol UG	athan omon MANY st <sup>(16)</sup>	
Common S	Stock													10,507	,	I	Vic Lip	herine toria ke st <sup>(17)</sup>	
Common S	Stock													5,220		I	Vic Lip UG	herine toria ke MANY st <sup>(18)</sup>	
Common S	Stock													91,320	ı	I	Tru (BJ	n Lipke st No. 2 L trust) <sup>(19)</sup>	
Common S	Stock													45,000	l	I	Tru (M	n Lipke st No. 2 AL trust) <sup>(20)</sup>	
Common S	Stock													10,050	)	I	Lip	nneth Eric ke st <sup>(21)</sup>	
Common S	Stock													4,070		I	Lip UT	nneth Eric ke MA st <sup>(22)</sup>	
Common S	Stock													2,100		I	Minor Children <sup>(23)</sup>		
Common S	Stock													180,900 I			Rush Creek <sup>(24)</sup>		
Common Stock														28,267				tamentary st <sup>(25)</sup>	
		Т	able II								sposed of s, converti			Owned					
1. Title of Derivative Security (Instr. 3)	perivative Conversion Date Executive courity or Exercise (Month/Day/Year) if any		if any	ition Date, Trans		action (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ative ities red sed 3, 4	6. Date Exer Expiration E (Month/Day)		ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5) Ben Owr Folk		owing orted saction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficia Ownersh (Instr. 4)	
					Code	v		(D)	Date Exerc	isable	Expiration Date	Title	Amount or Number of Shares						

## **Explanation of Responses:**

(27)

Performance

Units<sup>(26)</sup>

1. Represents the conversion of restricted stock units awarded to the Reporting Person upon the vesting of such restricted stock units. The Company retained 5,561 of the 16,451 shares of common stock issuable to the Reporting Person in satisfaction of the Reporting Person's individual minimum statutory tax withholding obligation at a price per share determined as of the vesting date

(27)

Common Stock

180,000

180,000

D

(27)

- 2. Represents restricted stock units awarded as part of the Company's Long Term Incentive Plan. Twenty-five percent (25%) of the total units awarded vest and are payable, solely in shares of common stock of the Company, on each anniversary of the January 5, 2009 award date.
- 3. Represents restricted stock units awarded as part of Company's Long Term Incentive Plan. Twenty-five percent (25%) of total units awarded vest and are payable solely in shares of common stock of the Company on each anniversary of the January 2, 2008 award date.
- 4. Represents restricted stock units awarded as part of the Company's Long Term Incentive Plan. Twenty-five percent (25%) of the total units awarded vest and are payable, solely in shares of common stock of the Company, on January 3, 2012 and on each January 3rd thereafter through January 3, 2015.
- 5. Represents restricted stock units awarded as part of the Company's Long Term Incentive Plan. Twenty-five percent (25%) of the total units awarded vest and are payable, solely in shares of common stock of the Company, on each anniversary of the January 4, 2010 award date.
- 6. Represents restricted stock units awarded as part of the Company's Long Term Incentive Plan. Twenty-five percent (25%) of total units awarded vest and are payable, solely in shares of common stock of the Company, on each anniversary of the April 27, 2007 award date.
- 7. Represents restricted stock units awarded as a supplemental retirement benefit that vest and are payable solely in common stock of the Company upon the Reporting Person's retirement at or after age sixty (60).
- 8. Represents shares of common stock held by a trust for the benefit of Reporting Person of which he serves as one of three trustees and shares voting and investment power.
- 9. Represents shares of common stock held in trust under the New York Uniform Transfers to Minors Act for the benefit of Reporting Person's niece of which Reporting Person is custodian and as to which shares Reporting Person disclaims beneficial ownership.
- 10. Represents shares of common stock held in trust under the New York Uniform Transfers to Minors Act for the benefit of Reporting Person's nephew of which Reporting Person is custodian and as to which shares Reporting Person disclaims beneficial ownership.

- 11. Represents shares of common stock held by a trust for the benefit of a child (Carlisle Lipke-Ricci) of one of Reporting Person's siblings, of which the Reporting Person serves as one of four trustees and shares voting and investment power and as to which shares he disclaims beneficial ownership.
- 12. Represents shares of common stock held by a trust for the benefit of a child of the Reporting Person (Elissa Kristina).
- 13. Represents shares of common stock held by a trust for the benefit of a child (Erica Rae Lipke) of one of Reporting Person's siblings, of which the Reporting Person serves as one of three trustees and shares voting and investment power and as to which shares he disclaims beneficial ownership.
- 14. Represents shares of common stock held in trust under the New York Uniform Gift to Minors Act for the benefit of Reporting Person's niece of which Reporting Person is custodian and as to which shares Reporting Person disclaims beneficial ownership.
- 15. Represents the number of units held by the reporting person in the unitized stock fund of the Company's 401(k) Savings Plan. The unitized stock fund consists of stock of the Company and cash and other short term investments. The number of shares of stock represented by each unit fluctuates depending on the ratio of the number of shares of stock of the Company in the fund to other investments. The number of shares represented by each unit cannot be precisely determined.
- 16. Represents shares of common stock held in trust under the New York Uniform Gift to Minors Act for the benefit of the husband of the Reporting Person's niece of which Reporting Person is custodian and as to which shares Reporting Person disclaims beneficial ownership (Jonathan Solomon).
- 17. Represents shares of common stock held by a trust for the benefit of a child of the Reporting Person (Katherine Victoria).
- 18. Represents shares of common stock held in trust under the New York Uniform Gift to Minors Act for the benefit of a child of the Reporting Person.
- 19. Represents shares of common stock held by a trust for the benefit of Reporting Person of which the Reporting Person serves as one of five trustees and shares voting and investment power.
- 20. Represents shares of common stock held by a trust for one of Reporting Person's siblings, of which the Reporting Person serves as one of five trustees and shares voting and investment power and as to which shares he disclaims beneficial ownership.
- 21. Represents shares of common stock held by a trust for the benefit of a child (Kenneth Eric Lipke) of one of Reporting Person's siblings, of which the Reporting Person serves as one of three trustees and shares voting and investment power and as to which shares he disclaims beneficial ownership.
- 22. Represents shares of common stock held in trust under the New York Uniform Gift to Minors Act for the benefit of Reporting Person's nephew of which Reporting Person is custodian and as to which shares Reporting Person disclaims beneficial ownership.
- 23. Represents shares of common stock held by each of Reporting Person's two minor children who reside in Reporting Person's household.
- 24. Represents shares of common stock of the Company owned by Rush Creek Investment Company, L.P. and held in trust for the benefit of Reporting Person. The Reporting Person disclaims beneficial ownership of shares owned by the trust and held for the benefit of the siblings of Reporting Person.
- 25. Represents shares of common stock held by a trust created under the Last Will and Testament of Kenneth E. Lipke for the benefit of the mother of Reporting Person as to which trust Reporting Person serves as one of three trustees and shares voting and investment power and as to which shares he disclaims beneficial ownership.
- 26. Represents Performance Units which will be awarded to the Reporting Person under the Company's Equity Stock Incentive Plan upon achievement of the targeted total shareholder return for each of three (3) consecutive calendar years. 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.
- 27. Performance Units are paid at the end of the three (3) consecutive calendar year performance period established under the award or, if earlier, upon death, disability or retirement. Performance Units are forfeited if employment is terminated before the end of the three (3) consecutive calender year performance period for reasons other than death, disability or retirement. Performance Units are payable solely in cash in an amount equal to the ninety (90) day trailing average price of one (1) share of the Company's common stock determined as of the end of the three (3) consecutive calendar year performance period or, if applicable, death, disability or retirement.

/s/Paul J. Schulz, Attorney in Fact for Brian J. Lipke 01/07/2011

\*\* Signature of Reporting Person Date

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

- \* 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.