

**FORM 4**

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

OMB APPROVAL

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 Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol				6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Lipke, Eric R.			Gibraltar Steel Corporation - Rock				<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (specify below) (give title below)  <u>Vice President Transportation</u>				
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year			7. Individual or Joint/Group Filing (Check Applicable Line)			
3556 Lake Shore Road			###-##-####		April 22, 2003						
(Street)			5. If Amendment, Date of Original (Month/Day/Year)					<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
Buffalo, New York 14219											
(City)	(State)	(Zip)	<b>Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>								
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									77,195	D	
Common stock									869,501	I	(1)
Common stock									892,002	I	(2)
Common stock									7,005	I	(3)
Common stock									6,700	I	(4)
Common stock									90,880	I	(5)
Common stock									5,800	I	(6)
Common stock									1,680	I	(7)
Common stock									1,680	I	(8)
Common stock									5,940	I	(9)
Common stock									129,821	I	(10)
Common Stock		(11)		B		2.36	A	(11)	1,081.39	I	(12)

**FORM 4 (continued)**

**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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Securities: Direct(D) or Indirect(I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy)(13)	\$10.00			J				11/01/95	10/31/04	Common stock			10,000	D	
Option (right to buy)(13)	\$21.75			J				07/08/98	07/08/07	Common stock			10,000	D	
Option (right to buy)(14)	\$22.50			J				03/27/99	03/27/08	Common stock			2,500	D	
Option (right to buy)(14)	\$15.625			J				10/08/99	10/08/08	Common stock			12,500	D	
Option (right to buy)(14)	\$14.07			J				07/18/01	07/18/10	Common stock			10,000	D	

**Explanation of Responses:**

- (1) Represents shares 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.
- (2) Represents shares held by a trust for the benefit of an insider of Gibraltar Steel Corporation, 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.
- (3) Represents shares held by trust for the benefit of a child (Katherine Victoria Lipke) of an insider of Gibraltar Steel Corporation, 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.
- (4) Represents shares held by a trust for the benefit of the reporting person's son.
- (5) Represents shares held by trust for the benefit of insiders of Gibraltar Steel Corporation, 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.

(6)Represents shares held by a trust for the benefit of the reporting person's daughter.

(7)Represents shares held by reporting person as custodian for son under UGMANY.

(8)Represents shares held by reporting person as custodian for daughter under UGMANY.

(9)Represents shares held by trust for the benefit of a child (Elissa Kristina Lipke) of an insider of Gibraltar Steel Corporation, 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.

(10)Represents the Reporting Person's pecuniary interest in the shares of Gibraltar Steel Corporation common stock held by Rush Creek Investment Co. L.P. The reporting person disclaims beneficial interest in such shares, except to the extent of his beneficial interest.

(11)Represents the net effect of shares purchased and sold from January 1, 2003 through March 31, 2003 pursuant to the Gibraltar Steel Corporation 401(k) Savings Plan at an average price of \$18.27 per share. The information reported herein is based on a Plan Statement dated April 10, 2003.

(12)Gibraltar Steel Corproation 401(k) Plan.

(13)Grant to reporting person of option to buy shares of common stock under the Gibraltar Steel Corporation Non-Qualified Stock Option Plan. The options are exercisable at the rate of 25% per year.

(14)Grant to reporting person of option to buy shares of common stock under the Gibraltar Steel Corporation Incentive Stock Option Plan. The options are exercisable at the rate of 25% per year.

/s/Eric R. Lipke

Apr. 22, 2003

Date

\*\* Signature of Reporting Person

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.