

GIBALTAR INDUSTRIES, INC.

Form 3

April 05, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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 \*

Watorek Jeffrey J.

(Last) (First) (Middle)

3556 LAKE SHORE ROAD, P.O. BOX 2028

(Street)

BUFFALO, NY 14219-0228

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

04/01/2017

3. Issuer Name and Ticker or Trading Symbol

GIBALTAR INDUSTRIES, INC. [ROCK]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner

Officer  Other

(give title below) (specify below)

VP, Treasurer, Secretary

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group

Filing(Check Applicable Line)

Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock	1,940	D	^
Common Stock (401k)	359.43	I	401k
Discretionary RSU (Feb 2016)	1,200 <sup>(1)</sup>	D	^
RSU (LTIP 9/3/2013)	336 <sup>(2)</sup>	D	^
RSU (LTIP 9/4/2014)	598 <sup>(3)</sup>	D	^
RSU (LTIP 9/4/2015)	927 <sup>(4)</sup>	D	^
RSU (LTIP 9/6/2016)	568 <sup>(5)</sup>	D	^

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Option (September 2008)	Â (6)	09/09/2018	Common Stock	1,000	\$ 22.16	D Â
Option (September 2009)	Â (6)	09/14/2019	Common Stock	2,000	\$ 13.72	D Â
Option (September 2010)	Â (6)	09/13/2020	Common Stock	2,000	\$ 8.9	D Â
Option (September 2011)	Â (6)	09/13/2021	Common Stock	2,500	\$ 9.74	D Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Watorek Jeffrey J. 3556 LAKE SHORE ROAD P.O. BOX 2028 BUFFALO, NY 14219-0228	Â	Â	Â VP, Treasurer, Secretary	Â

## Signatures

/s/ Paul J. Schulz, Attorney in Fact for Jeffrey J.  
Watorek

04/05/2017

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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 Discretionary Restricted Stock Units issued to Reporting Person. Discretionary Restricted Stock Units vest and are payable, solely in shares of common stock of the Company, at the end of three (3) consecutive calendar year periods beginning on February 17, 2016 ending on February 16, 2019 or, if earlier, upon death, disability or retirement. Restricted Stock Units are forfeited if employment is terminated before February 16, 2019 for reasons other than death, disability or retirement.

(2) Represents restricted stock units remaining from stock units awarded September 3, 2013 as a 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 September 3, 2014 and on each September 3rd thereafter through September 3, 2017.

(3) Represents restricted stock units remaining from stock units awarded September 3, 2014 as a 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 September 4, 2015 and on each September 4th thereafter through September 4, 2018.

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- Represents restricted stock units remaining from stock units awarded September 4, 2015 as a part of the Company 's Long Term Incentive
- (4) Plan. Twenty-five percent (25%) of the total units awarded vest and are payable, solely in shares of common stock of the Company, on September 4, 2016 and on each September 4th thereafter through September 4, 2019.

- Represents restricted stock units awarded on September 6, 2016 as a part of the Company 's Long Term Incentive Plan. Twenty-five
- (5) percent (25%) of the total units awarded vest and are payable, solely in shares of common stock of the Company, on September 6, 2017 and on each September 6th thereafter through September 6, 2020.

- (6) Twenty-five percent (25%) of the total number of options granted vest and become exercisable on each anniversary grant date.

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

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