## FORM 4

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

OMB APPROVAL

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

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 OF SECURITIES

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

pe Responses	s)																
1. Name and Address of Reporting Person * COTTER GREGORY J				2. Issuer Name and Ticker or Trading Symbol GULF ISLAND FABRICATION INC [GIFI]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
) OMPSON I	(First) (Middle) ROAD				3. Date of Earliest Transaction (Month/Day/Year) 04/25/2013											elow)	
(Street) HOUMA, LA 70363				4. If Amendment, Date Original Filed(Month/Day/Year)							/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)  X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
ty) (State) (Zip)				Table I - Non-Derivative Securities Acqu								ired, Disposed of, or Beneficially Owned					
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye		nth/Day/Year)	any		ate, i	if Code (Instr. 8)		(A) or Disposed of		of (D)	Benefici Reported	ally Owned Following I Transaction(s)		6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
							Code	V	Amoun	(A) or (D)	Price				(I)	(Instr. 4)	
Stock		04/2	25/2013					A			A	\$ 0	6,000			D	
								Acquir	the fo	orm dis	plays a	curre neficia	ntly vali	d OMB coi			
2. Conversion or Exercise Price of Derivative Security	Date	(ear)	3A. Deemed Execution Date any	e, if T	ransaci	tion )	5. Number of Derive Security Acquerate (A) of Disposor (D) (Instr	ber () vative rities nired or osed ()) :. 3,	6. Dat	e Exerci expiration	sable Date	7. Tit Amo Unde Secur	tle and ount of erlying rities		Derivative Securities Beneficially Owned Following Reported	Form of Derivative Security: Direct (D) or Indirect	Beneficia Ownersh (Instr. 4)
	ad Address of R GREGO (1) (1) (2) (3) (4) (5) (6) (7) (7) (8) (8) (8) (9) (9) (9) (9) (9) (9) (9) (1) (1) (1) (1) (1) (1) (1) (1) (1) (1	Conversion or Exercise Price of Derivative (First)  (Street) (A. J. Transaction Date (Month/Day/Month/Day	and Address of Reporting Person **  C GREGORY J  (First)  (MPSON ROAD  (Street)  A, LA 70363  (State)  ecurity  2. Tr  Date (Month)  A Stock  2. Tr  Date (Month)  Conversion or Exercise Price of Derivative	Address of Reporting Person * Conversion or Exercise Price of Derivative Conversion on Exercise Price of Derivative Conversion of Exercise Price of Derivative Conversion of Conversion of Design Conv	Address of Reporting Person 2. Is GUI  C GREGORY J  C GUI  C GREGORY J  C GREGORY J  C GUI  C GREGORY J  C Middle)  C J. D GUI  C Grip  C Grip  C J. Transaction Date (Month/Day/Year)  C Month/Day/Year)  C A. If A GUI  C A. If A GUI  C Grip  C Gri	2. Issuer N GULF ISI COMPSON ROAD  (Street)  (Street)  (State)  (State)  (Zip)  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)  (A. LA 70363  (State)  (Zip)  2A. Deemed Execution Date (Month/Day/Year)  (Month/Day (Mo	2. Issuer Name: GULF ISLAN 3. Date of Earlies 04/25/2013  (Street) 4. If Amendment, (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  4. If Amendment, (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Date of Earlies 04/25/2013  4. If Amendment, (Execution Date, i any (Month/Day/Year)  4. Transaction Date (Leg., puts, calls, v (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Code (Instr. 8)	2. Issuer Name and GULF ISLAND F 3. Date of Earliest Transel (Middle) 3. Date of Earliest Transel (Middle) 4. If Amendment, Date (Street)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Date of Earliest Transel (Middle) 4. If Amendment, Date (Ir (Month/Day/Year)  4. If Amendment, Date (Ir (Month/Day/Year)  4. If Amendment, Date (Ir (Month/Day/Year)  5. Coany (Month/Day/Year)  6. Coany (Month/Day/Year)  7. Table II - Derivative Securities (e.g., puts, calls, warration Date (Month/Day/Year)  8. Stock  7. Table II - Derivative Securities (e.g., puts, calls, warration Date (Month/Day/Year)  9. Code (Instr. 8)  1. Stock  8. Stock  8. Stock  9. Code of (Instr. 8)  1. Stock  1. Transaction Num Code (Instr. 8)  1. Stock  9. Code (Instr. 8)  1. Stock  2. Coany (Instr. 8)  2. Coany (Instr. 8)  3. Deemed Execution Date, if Transaction Num Code of (Instr. 8)  2. Stock  3. Date of Earliest Transaction (Instr. 8)  3. Deemed Execution Date, if Transaction Num Code of (Instr. 8)  2. Stock  3. Stock  1. Stock  1. Stock  2. Stock  3. Deemed Execution Date, if Transaction Num Code of (Instr. 8)  2. Stock  3. Deemed Execution Date, if Transaction Num Code of (Instr. 8)  3. Date of Earliest Transaction (Instr. 8)	Address of Reporting Person Care GREGORY J  OMPSON ROAD  (Street)  (Month/Day/Year)  (Street)  (Month/Day/Year)  (Street)  (Month/Day/Year)  (Month/Day/Year)  (Code (Instr. 8)  (Code (Instr. 8)  (Code (Instr. 8)  (Code (Instr. 8)  (Month/Day/Year)  (Conversion or Exercise Price of Derivative (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)  (Instr. 8)	d Address of Reporting Person 2 R GREGORY J  (First) (Middle) (Street) (Street) (Street) (Street) (A., LA 70363 (State) (State) (State) (Street) (Month/Day/Year)  2. Issuer Name and Ticker or Trac GULF ISLAND FABRICAT.  4. If Amendment, Date Original File is any (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Instr. 8)  Code V  Table II - Derivative Securities Acquired, Discovering and Execution Date, if (e.g., puts, calls, warrants, options)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Instr. 8)  Persocontative for Exercise (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Instr. 8)  Persocontative for Exercise (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	d Address of Reporting Person 2  GREGORY J  GREGOR J  GREGORY J  GREGORY J  GREGORY J  GREGORY J  GREGORY J  GREGOR J  GREGORY J  GREGOR	2. Issuer Name and Ticker or Trading Symbol GULF ISLAND FABRICATION INC [GII GULF ISLAND FABRICATION INC [GII GULF ISLAND FABRICATION INC [GII AVERAGE AND FABRICATION INC [GII GULF ISLAND FABRICATION [Month/Day/Year]]  3. Date of Earliest Transaction [Month/Day/Year]  4. Island Fabrication Date island Fabrication Island Fabricatio	2. Issuer Name and Ticker or Trading Symbol GULF ISLAND FABRICATION INC [GIFI] 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 5. LA 70363  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Instr. 8)  3. Transaction Date (Instr. 8)  4. Securities Acquired (Instr. 8)  Code V Amount (A) or (D) Price of Derivative Securities Securities Securities Securities Securities Acquired (A) or Disposed of Derivative Securities Secu	2. Issuer Name and Ticker or Trading Symbol GULF ISLAND FABRICATION INC [GIFI]  3. Date of Earliest Transaction (Month/Day/Year)  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (D) [Instr. 3, 4 and 5)  (Instr. 3)  (A) or Code  V Amount  (A) or Disposed of (D) [Instr. 3]  (Instr. 3)  (A) or Optivative Securities Acquired (A) or Disposed of (D) [Instr. 3]  (Instr. 3)  Table II - Derivative Securities Acquired (A) or Disposed of (D) [Instr. 3]  (Instr. 3)  Table II - Derivative Securities Acquired (A) or Disposed of (D) [Instr. 3]  (Instr. 3)  Table II - Derivative Securities Acquired (A) or Disposed of (D) [Instr. 3]  (Instr. 3)  Table II - Derivative Securities Acquired (A) or Disposed of (D) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities Acquired (B) [Instr. 3]  Table II - Derivative Securities (B) [Instr. 3]	Address of Reporting Person 2  CREGORY J  OMPSON ROAD  (Street)  A. LA 70363  (State)  (State)  (Street)  A. La 70363  (State)  (Street)  A. La 70363  (State)  (State)  (Street)  A. La 70363  (State)  (State)  (Street)  A. La 70363  (State)  (State)  (State)  (State)  (A) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Report on a separate line for each class of securities beneficially owned directly or contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently valid OMB contained in this form are not required to rethe form displays a currently v	Address of Reporting Person 2  CREGORY J  MPSON ROAD  (Street)  LA 70363  (Stute)  (A) or Disposed of (D)  (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (Instr. 3)  (Instr. 3 and 4)  (Instr. 3)  (Instr. 4)  (Instr. 4)  (Instr. 4)  (Instr. 4)	d Address of Reporting Person * C GREGORY J  ORFON ROAD  (Middle)  A If Amendment, Date Original Filed(Month/Day/Year)  ORGEGORY OR South (Month/Day/Year)  (State)  2. Transaction Date (Month/Day/Year)  ORGEGORY OR South (Month/Day/Year)  ORGEGORY OR South (Month/Day/Year)  A If Amendment, Date Original Filed(Month/Day/Year)  ORGEGORY OR South (Month/Day/Year)  A If Amendment, Date Original Filed(Month/Day/Year)  ORGEGORY OR South (Check all applicable)  (State)  ORGEGORY OR South (Check all applicable)  ORGEORY OR South (Check all applicable)  ORGEGORY OR South (Check all applicable)  OR South (Check all applicable)  ORGEGORY OR South (Check all appli

#### **Reporting Owners**

Donouting Owner Name / Addusse	Relationships						
Reporting Owner Name / Address		10% Owner	Officer	Other			
COTTER GREGORY J 583 THOMPSON ROAD HOUMA, LA 70363	X						

### **Signatures**

Gregory J. Cotter	04/30/2013
***Signature of Reporting Person	Date

#### **Explanation of Responses:**

- \* 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).
- (1) Represents a grant of restricted stock from Company.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.