

GULF ISLAND FABRICATION INC  
Form 8-K  
October 15, 2012

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

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**FORM 8-K**

**CURRENT REPORT**

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

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Date of Report (*Date of earliest event reported*): October 10, 2012

**Gulf Island Fabrication, Inc.**

(*Exact name of registrant as specified in its charter*)

Louisiana	001-34279	72-1147390
( <i>State of incorporation</i> )	( <i>Commission File Number</i> )	( <i>IRS Employer Identification No.</i> )

567 Thompson Road, Houma, Louisiana	70363
( <i>Address of principal executive offices</i> )	( <i>Zip Code</i> )

(985) 872-2100  
(*Registrant's telephone number, including area code*)

N/A  
(*Former name or former address, if changed since last report*)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- 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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**Item 1.01 Entry into a Material Definitive Agreement**

On October 10, 2012, Gulf Island Fabrication, Inc. (the “Company”) entered into indemnity agreements with the following officers of the Company: Roy F. Breerwood, III, Roy P. Francis and Deborah Kern-Knoblock. A copy of the form of indemnity agreement is filed as Exhibit 10.1 to the Company’s Annual Report on Form 10-K for the year ended December 31, 2011 and is incorporated herein by reference.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

The information contained in Item 1.01 regarding the Company’s entry into an indemnity agreement with Roy F. Breerwood, III, the Company’s Chief Financial Officer, is incorporated herein by reference.

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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.

**GULF ISLAND FABRICATION, INC.**

By: /s/ Kerry J. Chauvin  
Kerry J. Chauvin  
Chairman of the Board and Chief Executive Officer

Dated: October 15, 2012