FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

		00540
Vashington,	D.C.	20549

ck this box if no longer subject
ection 16. Form 4 or Form 5
gations may continue. See

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* Friedman Brian Hunter						2. Issuer Name and Ticker or Trading Symbol FOSTER L B CO [FSTR]								Check all D	ship of Repor applicable) rector		10% C)wner	
(Last)		First)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/13/2024									Officer (give title elow) SVP, Steel		below	(specify	
L.B. FOSTER COMPANY 415 HOLIDAY DRIVE, SUITE 100						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)	URGH 1	PA	15220											X Form filed by One Reporting P Form filed by More than One F Person				- 1	
(City)	(State)	(Zip)		Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.														
		T	able I - No	n-Deriva	tive S	_			uired,	Dis					vned				
Da			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction		4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			and Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
										v	Amount	(A) o (D)	r Price	Tran	orted saction(s) r. 3 and 4)			(Instr. 4)	
Common Stock 02/			02/13/2	2024				A		1,614 ⁽¹⁾	A	\$()	12,475(2)		D			
Common Stock			02/13/2	02/13/2024				A		4,261(3)	A)	16,736		D			
Common	Common Stock 02/14				.024			F		501(4)	D	\$2	4	16,235		D			
Common Stock														897		I	L.B. Foster Company 401(k) Plan Shares		
	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)	rivative Conversion Date Execution Date, curity or Exercise (Month/Day/Year) if any				Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Exercion Da /Day/Y		e Amount of Securities Underlying Derivative Security (In 3 and 4)		8. Price Derivati Security (Instr. 5	derivativ Securitie	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)		
				Code		v	(A)	(D)	Date Exercisable		Expiration Date		Amount or Number of Shares						

Explanation of Responses:

- 1. Represents the number of Performance Restricted Stock Units earned under the 2022-2024 Long Term Incentive Plan granted on 02/17/2022 upon certification of performance results by the Compensation Committee at 96.3% for the annual period ended December 31, 2023. The earned Performance Restricted Stock Units will settle at the end of the performance period on December 31, 2024, upon certification by the Compensation Committee.
- 2. Includes 1,049 Performance Restricted Stock Units earned under the 2022-2024 Long Term Incentive Plan granted on 02/17/2022; those 1,049 PSUs will settle at the end of the 2022-2024 performance period on December 31, 2024 upon certification by the Compensation Committee.
- 3. Represents the number of Performance Restricted Stock Units earned under the 2023-2025 Long Term Incentive Plan granted on 02/14/2023 upon certification of performance results by the Compensation Committee at 187.0% for the annual period ended December 31, 2023. The earned Performance Restricted Stock Units will settle at the end of the performance period on December 31, 2025, upon certification by the Compensation Committee.
- 4. Shares withheld to pay taxes applicable to the vesting of restricted stock related to the 2023-2025 LTIP awarded on 02/14/23.

Remarks:

Brian Hunter Friedman by Judith Balog, attorney-in-fact

02/15/2024

** Signature of Reporting Person

Date

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.

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.