SEC Form 4	1
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

omb Approval	

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			of Section 30(II) of the Investment Company Act of 1940						
1. Name and Address of Reporting Ferson			2. Issuer Name and Ticker or Trading Symbol FOSTER L B CO [FSTR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
KASEL JOHN F				X	Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	x	Officer (give title below)	Other (specify below)			
			02/14/2023		President & Chief E	Exec Officer			
415 HOLIDAY	DRIVE								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filin	g (Check Applicable			
PITTSBURGH	РА	15220		X	Form filed by One Rep	orting Person			
					Form filed by More tha Person	n One Reporting			
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

					•			-		
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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/14/2023		A		37,131(1)	A	\$ <mark>0</mark>	119,542	D	
Common Stock	02/14/2023		A		5,035(2)	A	\$ <mark>0</mark>	124,577	D	
Common Stock								11,408	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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transaction of Expiration Date Code (Instr. Derivative (Month/Day/Year) 8) Securities Acquired (A) or		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Transaction Code (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4)		Expiration Date (Month/Day/Year) or sposed (D) str. 3, 4		Expiration Date		Amount of Deri Securities Secu		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: 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								

Explanation of Responses:

1. Award of time vested restricted stock, which will vest in 33 1/3 increments on each of the first, second, and third anniversaries of the date of the grant.

2. 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 93.9% for the annual period ended December 31, 2022. 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.

/s/ John F. Kasel by Judith

Balog, attorney-in-fact ** Signature of Reporting Person

Date

02/16/2023

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.