SEC Form 4
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# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287							
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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

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*			2. Issuer Name <b>and</b> Ticker or Trading Symbol <b>FOSTER L B CO [FSTR ]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Kelly Brian H</u>					Director	10% Owner				
			—	X	Officer (give title	Other (specify				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)				
L.B. FOSTER COMPANY			02/17/2023		Sr. Vice President I	HR & Admin				
415 HOLIDAY DRIVE, SUITE 100		TE 100								
			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable					
(Street)			02/22/2023	Line)						
PITTSBURGH	РА	15220			Form filed by One Re	porting Person				
		15220			Form filed by More than One Reporting Person					
(City)	(State)	(Zip)								

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

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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)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	02/17/2023		F		885	D	\$12.81	61,650 <sup>(1)(2)</sup>	D		
Common Stock	02/20/2023		F		705	D	\$12.81	60,945 <sup>(1)(2)</sup>	D		
Common Stock								531	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)	4. Transa Code ( 8)		of Deriv Secu Acqu (A) o Dispo of (D (Insti	Derivative (Month/Day/Year) Securities Acquired A) or Disposed		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		ount of Derivative surities Security derlying (Instr. 5) ivative surity (Instr.		Form:	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. Includes 2,098 Performance Restricted Stock Units earned under the 2022-2024 Long Term Incentive Plan granted on 02/17/2022.

2. Total adjusted to reflect correction of error on Form 4 filed February 22, 2023.

#### Remarks:

This amended Form 4 was previously filed on February 28, 2023 with an incorrect date of February 17, 2023 in box 4, an incorrect amount of 942 securities disposed of on February 17, 2023, and an incorrect date of February 17, 2022 in footnote 2.

## <u>/s/ Brian H. Kelly by Judith</u> <u>Balog, attorney-in-fact</u>

<u>03/16/2023</u>

\*\* 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.