Edgar Filing: GP STRATEGIES CORP - Form 4

GP STRATE	EGIES CORP										
Form 4	2007										
February 21,									OMB	APPROVAL	
FORM	4 UNITED	STATES					NGE (COMMISSION		3235-0287	
Check th		Washington, D.C. 20549					Expires:	January 31,			
Subject to Section 16. Form 4 or			F CHANGES IN BENEFICIAL OW SECURITIES						Estimated burden ho response.	ours per	
obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(a) of the 1	Public U		ding Con	ipany	Act o	ge Act of 1934, f 1935 or Sectio 40	on		
(Print or Type l	Responses)										
1. Name and Address of Reporting Person <u>*</u> FELDMAN JEROME I			2. Issuer Name and Ticker or Trading Symbol GP STRATEGIES CORP [GPX]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (I						ck all applicat				
145 WEST	(Month/Day/Year) 02/15/2007					_X_Director10% Owner Officer (give titleOther (specify below) below)					
(Street)			4. If Amendment, Date Original Filed(Month/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 			
BEDFORD	HILLS, NY 1050	07						Person	More than One I	Reporting	
(City)	(State)	(Zip)	Tabl	le I - Non-D	Derivative	Securi	ities Ac	quired, Disposed o	of, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ransaction Date 2A. Deemed nth/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership	
~				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	02/15/2007			S <u>(1)</u>	15,000	D	\$ 8.55	552,890	D		
Common Stock								1,173	I	Held by Family Members	
Common Stock								5,285	I	GP 401(k) Retirement Savings Plan	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 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)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	5	Relationships						
	Director	10% Owner	Officer	Other				
FELDMAN JEROME I 145 WEST PATENT ROAD BEDFORD HILLS, NY 1050	X 7							
Signatures								
Jerome I. 0 Feldman	2/21/2007							
<u>**</u> Signature of	Date							

<u>**</u>Signature of Reporting Person

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) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-I Trading Plan adopted by Mr. Feldman on December 29, 2006.

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.