

GP STRATEGIES CORP  
Form 8-K  
March 04, 2009  
**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, DC 20549

---

**FORM 8-K**

**CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported) **March 4, 2009**

---

**GP Strategies Corporation**  
(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction of Incorporation)

**1-7234** (Commission File Number) **13-1926739** (IRS Employer Identification No.)

**6095 Marshalee Drive, Suite 300, Elkridge, MD 21075**  
(Address of Principal Executive Offices) (Zip Code)

**(410) 379-3600**  
(Registrant's Telephone Number, Including Area Code)

(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 obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

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))

---

**Item 2.02 Results of Operations and Financial Condition**

On March 4, 2009, GP Strategies Corporation announced its results for the quarter and fiscal year ended December 31, 2008. The earnings release is attached hereto as an exhibit to this Form 8-K.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

99.1 Press release of GP Strategies Corporation dated March 4, 2009 announcing its results for the quarter and fiscal year ended December 31, 2008.

**SIGNATURES**

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.

GP STRATEGIES  
CORPORATION

Date: March 4, 2009 /s/ Sharon  
Esposito-Mayer  
Sharon  
Esposito-Mayer  
Executive Vice  
President and  
Chief Financial  
Officer

---

**EXHIBIT INDEX**

<u>Exhibit</u> <u>No.</u>	<u>Description</u>
------------------------------	--------------------

99.1	Press release of GP Strategies Corporation dated March 4, 2009 announcing its results for the quarter and fiscal year ended December 31, 2008.
------	--