#### FISHER SAMUEL K

Form 4

February 19, 2013

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB 3235-0287

**OMB APPROVAL** 

2005

Number: January 31, Expires:

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Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FISHER SAMUEL K Issuer Symbol FOSTER L B CO [FSTR] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title \_ Other (specify L.B. FOSTER COMPANY, 415 02/15/2013 below) **HOLIDAY DRIVE** Vice President (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

#### PITTSBURGH, PA 15220

| (City)                               | (State)                                 | Zip) Table  | e I - Non-Do                            | erivative    | Secur  | ities Acqu     | uired, Disposed of   | , or Beneficial  | y Owned   |
|--------------------------------------|---|---|---|--------------|--------|----------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | (Instr. 3,   | (A) or | d of (D)<br>5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock                      | 02/15/2013                              |   | Code V<br>S                             | Amount 1,000 | (D)    | Price \$ 44.77 | 15,585 (1)   | D  |   |
| Common<br>Stock                      | 02/15/2013                              |   | S                                       | 1,000        | D      | \$<br>44.56    | 14,585 <u>(1)</u>  | D  |   |
| Common<br>Stock                      |   |   |   |              |        |                | 1,774 <u>(2)</u>   | I  | 401(k)<br>Shares  |

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

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Person

### Edgar Filing: FISHER SAMUEL K - Form 4

#### number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.                | 5.         | 6. Date Exerc | cisable and            | 7. Title     | e and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-------------------|------------|---------------|------------------------|--------------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | TransactionNumber |            | Expiration D  | ate                    | Amour        | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code              | of         | (Month/Day/   | Year)                  | Underl       | ying     | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)        | Derivative | e             |                        | Securit      | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |                   | Securities |               |                        | (Instr.      | 3 and 4) |             | Owne   |
|             | Security    |                     |                    |                   | Acquired   |               |                        |              |          |             | Follo  |
|             |             |                     |                    |                   | (A) or     |               |                        |              |          |             | Repo   |
|             |             |                     |                    |                   | Disposed   |               |                        |              |          |             | Trans  |
|             |             |                     |                    |                   | of (D)     |               |                        |              |          |             | (Instr |
|             |             |                     |                    |                   | (Instr. 3, |               |                        |              |          |             |        |
|             |             |                     |                    |                   | 4, and 5)  |               |                        |              |          |             |        |
|             |             |                     |                    |                   |            |               |                        |              | Amount   |             |        |
|             |             |                     |                    |                   |            |               |                        |              | Amount   |             |        |
|             |             |                     |                    |                   |            | Date          | Expiration isable Date | Title Number |          |             |        |
|             |             |                     |                    |                   |            | Exercisable   |                        |              |          |             |        |
|             |             |                     |                    | C 1 W             | (A) (D)    |               |                        |              | of       |             |        |
|             |             |                     |                    | Code V            | (A) (D)    |               |                        |              | Shares   |             |        |

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FISHER SAMUEL K L.B. FOSTER COMPANY 415 HOLIDAY DRIVE PITTSBURGH, PA 15220

Vice President

### **Signatures**

/s/ Samuel K. Fisher by Joseph S. Cancilla, attorney-in-fact

02/19/2013

\*\*Signature of Reporting Person

Date

## **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) This number includes restricted shares which were previously awarded to the reporting person under the Issuer's 2006 Omnibus Incentive Plan.
- (2) This number includes 1 share acquired by the reporting person's 401(k) account since December 12, 2012.

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.

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