## Edgar Filing: GP STRATEGIES CORP - Form 4

GP STRATE Form 4	EGIES CORP										
March 28, 20									OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check th if no long subject to Section 1 Form 4 o Form 5	ger STATI 16. or		OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934,						burden hou	Expires:January 31Expires:2005Estimated averageburden hours perresponse0.5	
obligatio may con <i>See</i> Instr 1(b).	tinue. Section 1	7(a) of the		ility Hold	ing Com	pany	Act o	f 1935 or Sectio	on		
(Print or Type l	Responses)										
1. Name and Address of Reporting Person <u>*</u> SHARP DOUGLAS E			2. Issuer Name <b>and</b> Ticker or Trading Symbol GP STRATEGIES CORP [GPX]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(First) EGIES TION, 11000 E RKWAY, SUIT		3. Date of (Month/Date) (Month/	-	Insaction			Director X Officer (giv below)	109	6 Owner er (specify	
	(Street)	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				
COLUMBI	A, MD 21044							Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Dec (Month/Day/Year) Executi any (Month			3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A)		SecuritiesIBeneficially0OwnedIFollowing0Reported0	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	03/24/2017			А	5,497	А	\$ 0 (1)	56,678	D		
Common Stock								10,006	I	GP 401(k) Plan <u>(2)</u>	

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

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 control number.

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Unde Secur	le and unt of rlying tities (. 3 and 4)	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	Relationships					
	Director	10% Owner	Officer	Other		
SHARP DOUGLAS E GP STRATEGIES CORPORATION 11000 BROKEN LAND PARKWAY, SUITE 200 COLUMBIA, MD 21044			President			
Signatures						
Douglas E.						

Sharp 03/28/2017 <u>\*\*</u>Signature of Date 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).

Grant of restricted stock units under the Company's 2011 Stock Incentive Plan which vest 100% on December 31, 2019 provided that the(1) individual's employment with the Corporation or its Affiliate (as defined in the 2011 Plan) is continuous from the date of grant through the vesting date.

(2) Shares held in GP 401(k) Retirement Savings Plan.

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.