

SMITH HUDSON D
Form 4
January 21, 2011

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH HUDSON D

(Last) (First) (Middle)

SIFCO INDUSTRIES INC, 970
EAST 64TH STREET

(Street)

CLEVELAND, OH 44103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SIFCO INDUSTRIES INC [sif]

3. Date of Earliest Transaction
(Month/Day/Year)
01/20/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

| 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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (D) Price | | | |
| SIFCO Industries, Inc. Common Stock | 01/20/2011 | | A | 1,780 (1) | A \$ 0 1,780 | D | |
| Voting Trust Certificates (2) | | | | | 75,593 | D | |
| Voting Trust Certificates (2) | | | | | 30,600 | I | Trustee for child |

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| | | | |
|---|---------|---|-----------------------------|
| Voting Trust Certificates (2) | 57,068 | I | Beneficiary of trust (3) |
| Voting Trust Certificates (2) | 121,678 | I | Beneficiary of Trust (4) |
| Voting Trust Certificates (2) | 6,255 | I | Owned by wife |
| SIFCO Industries, Inc. Common Stock | 1,400 | I | Owned by wife |

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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(9-02)

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Benef Own Follo Repo Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SMITH HUDSON D SIFCO INDUSTRIES INC 970 EAST 64TH STREET CLEVELAND, OH 44103 | X | | | |

Signatures

Remigijus Belzinskas, by power of
attorney

01/21/2011

__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) Awarded 1,780 restricted shares of SIFCO Industries, Inc. Common Stock. Restricted shares vest and the restrictions lapse on the day immediately preceding the one year anniversary of the date of this award.
- (2) Voting Trust Certificates are for Common Shares of listed Company.
- (3) Held in Trust by the Trustee of the Charles H. Smith, Jr. Irrevocable Trust.
- (4) Held in Trust by the Trustee of the R. Smith Irrevocable Trust.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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