

Edgar Filing: GP STRATEGIES CORP - Form 4

GP STRATEGIES CORP

Form 4

March 11, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 Kauderer, Bernard M.
 7025 Ibis Place
 Carlsbad, CA 92009-5022
2. Issuer Name and Ticker or Trading Symbol
 GP STRATEGIES CORPORATION
 (GPX)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 February 5, 2002
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner () Officer (give title below) () Other
 (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) 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 | 2. Transaction Date | 3. Code | 4. Securities Acquired (A) or Disposed of (D) Amount | 5. Amount of Securities Beneficially Owned at End of Month |
|----------------------|---------------------|---------|--|--|
| | | | | |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date | 4. Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities | 8. Price of Underlying Securities |
|--|--|---------------------|---------|---|---|--|-----------------------------------|
| Employee Stock Option ("Right to Buy") | \$4.00 | 2/5/02 | A | 10,000 | A * 2/5/07 | Common Stock | 10,000 |

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Explanation of Responses:

*Exercisable, cumulatively, at the rate of 50% per annum commencing on the date of grant.

SIGNATURE OF REPORTING PERSON

Lydia M. DeSantis for Bernard M. Kauderer

DATE

March 11, 2002