Edgar Filing: GP STRATEGIES CORP - Form 4

GP STRATE	GIES CORP										
Form 4	011										
January 04, 20								OMB A	PPROVAL		
FORM	4 UNITED S	TATES SECUR Was	ITIES AN hington, 1			NGE (COMMISSION		3235-0287		
Check this if no longe subject to Section 16	0	BENEFI		L OW	NERSHIP OF	Expires: Estimated a burden hou					
Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b).	s Section 17(a)	uant to Section 16) of the Public Uti 30(h) of the Inv	ility Hold	ing Com	pany	Act o	f 1935 or Sectio	response	•		
(Print or Type Re	esponses)										
1. Name and Ad WASHINGT	Symbol	er Name and Ticker or Trading RATEGIES CORP [GPX]				5. Relationship of Reporting Person(s) to Issuer					
			Earliest Transaction				(Check all applicable)				
			ay/Year))10				X_ Director 10% Owner Officer (give title Other (specify below) below)				
			ndment, Date Original th/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
NEW YORK	, NY 10023						Form filed by M Person	Nore than One Re	eporting		
(City)	(State) (Z	Zip) Table	e I - Non-De	erivative S	ecuri	ties Aco	quired, Disposed of	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) o of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	12/31/2010		A	900	A	\$ 0 (1)	14,933	D			

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.

 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. Transact Code (Instr. 8)	ionNumber Exp of (Mo Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		Expiration D (Month/Day/ e	on Date Day/Year)		le and unt of rlying rities r. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	4, and	d 5) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships								
reporting o where i where i rudar out	Director	10% Owner	Officer	Other					
WASHINGTON GENE 75 WEST END AVE. R7B NEW YORK, NY 10023	Х								
Signatures									
By: Kenneth L. Crawford For: Washington		01/	04/2011						

**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) Represents a portion of the quarterly Director fees for the quarter ended December 31, 2010 paid in shares of the Registrant's Common Stock.

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.