

GP STRATEGIES CORP
Form 4
October 04, 2016

FORM 4

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

OMB APPROVAL

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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 *
ROBINSON SAMUEL D.

(Last) (First) (Middle)

SAGARD CAPITAL PARTNERS
MANAGEMENT CORP., 280
PARK AVENUE, 3RD FLOOR
WEST

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GP STRATEGIES CORP [GPX]

3. Date of Earliest Transaction
(Month/Day/Year)
09/30/2016

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	(A) or (D)	Price			
Common Stock	09/30/2016		A		250	A	\$ 0 ⁽¹⁾	250	D	
Common Stock	09/30/2016		A		250	A	\$ 0 ⁽²⁾	3,576,765	I	See footnote ⁽³⁾
Common Stock	09/30/2016		P		3,881 ⁽⁴⁾	A	\$ 24.7748 ⁽⁵⁾	3,580,646	I	See footnote ⁽³⁾
Common	10/03/2016		P		3,407	A	\$	3,584,053	I	See

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- Sagard is the direct beneficial owner of the Shares. The amount shown represents transactions in, and beneficial ownership of, the Issuer's securities by Sagard. Sagard Capital Partners Management Corporation (Sagard Management) is the investment manager of Sagard. The Reporting Person is the President of Sagard Management and is also the President of Sagard Capital Partners GP, Inc., the general partner of Sagard. The Reporting Person disclaims beneficial ownership of the securities (except to the extent of his pecuniary interest in such securities), and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (3)
- (4) Consists of shares of common stock, par value, \$0.01 per share, of GPX ("Shares") acquired pursuant to a Rule 10b5-1 purchase plan entered into by Sagard on August 8, 2016.
- The price represents the weighted average purchase price of multiple transactions on the reported date at prices between \$24.00 and
- (5) \$25.00. Detailed information regarding the number of Shares purchased at each separate price will be provided upon request by the Commission, the issuer, or a security holder of the issuer.
- The price represents the weighted average purchase price of multiple transactions on the reported date at prices between \$24.58 and
- (6) \$24.83. Detailed information regarding the number of Shares purchased at each separate price will be provided upon request by the Commission, the issuer, or a security holder of the issuer.

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.