Edgar Filing: SYPRIS SOLUTIONS INC - Form 4

SYPRIS SOL Form 4 February 28,	LUTIONS INC	C									
FORM	4									PPROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287				
Check this box if no longer subject to Section 16. Form 4 or				GES IN BENEFICIAL OWNERSHIP SECURITIES					Expires: January 3 20 Estimated average burden hours per		
Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed p ns Section 1	7(a) of the	Public Ut	tility Hold		pany	Act of	e Act of 1934, f 1935 or Sectio 40	response n	0.5	
(Print or Type R	Responses)										
			2. Issuer Name and Ticker or Trading Symbol SYPRIS SOLUTIONS INC [SYPR]					5. Relationship of Reporting Person(s) to Issuer			
			3. Date of Earliest Transaction (Month/Day/Year)					(Cnec	k all applicable	o Owner	
101 BULLITT LANE, SUITE 450			02/26/2008					below)	title Other (specify below) VP & CFO		
				ndment, Da hth/Day/Year	-			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
LOUISVILL	LE, KY 40222							Form filed by N Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Executio any	on Date, if	Code	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
Common Stock	02/26/2008			А	24,373	А	\$ 0 (1)	125,669	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 o Derivativ Security (Instr. 3)	ve Conversion or Exercise	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			7. Titl Amou Under Secur (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relations						
	Director	10% Owner	Officer	Other				
Hatton T Scott								
101 BULLITT LANE			VP &					
SUITE 450			CFO					
LOUISVILLE, KY 40222								
Signatures								
Andrea J. Luescher by Power of Commission	02/28/2008							

**Signature of Reporting Person

Explanation of Responses:

latter shares are forfeited.

- * 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).

Restricted Stock Grant, pursuant to the 2004 Sypris Equity Plan, 8.33% of which vests on each of the third, fifth and seventh anniversaries of the grant date and 18.75% of which vests on each of the first, second, third and fourth anniversaries of the date on which the Company has achieved certain financial targets. If such financial targets are not achieved within three years of the grant date, these

Date

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.