## Edgar Filing: GP STRATEGIES CORP - Form 4

<b>GP STRATE</b>	GIES CORI	2											
Form 4													
January 05, 2	009												
FORM 4 UNITED STATES SECURITIES AND											PPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287				
Check this box										Expires:	January 31,		
if no long subject to	STA'	TEMI	ENT O	F CHAN	GES IN I	GES IN BENEFICIAL OWNERSH				Estimated a	2005		
Section 16	-				SECUR	SECURITIES				burden hou	•		
Form 4 or										response			
Form 5 obligation		-							ge Act of 1934,				
may conti		n 17(a)			•	•			f 1935 or Sectio	n			
See Instru	ction		30(h)	of the Inv	vestment	Company	y Act	of 19	40				
1(b).													
(Print or Type R	esponses)												
× 71	1 /												
1. Name and Address of Reporting Person <sup>*</sup> _ 2. Issuer Name and Ticker or Trading 5. Relationship of							f Reporting Per	Reporting Person(s) to					
GELLER M	ARSHALL	S		Symbol	C				Issuer				
				GP STR	ATEGIE	S CORP	[GPZ	X]	(Ch-	-l111:h1	- )		
(Last)	(Last) (First) (Middle) 3. Date of F			Earliest Transaction				(Check all applicable)					
				(Month/D	ay/Year)				X Director	10%	6 Owner		
10866 WILS	HIRE BLV	D S	UITE	12/31/20	008				Officer (give below)	e title Oth below)	er (specify		
1450									below)	below)			
(Street) 4			4. If Amer	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
Filed(Mor				Month/Day/Year)				Applicable Line)					
									_X_ Form filed by Form filed by	One Reporting Pe More than One Re			
LOS ANGE	LES, CA 90	024							Person		cporting		
(City)	(State)	(Z	Zip)	Table	e I - Non-D	erivative S	lecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of	2. Transactio	n Date	2A. Dee	emed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/	Year)		on Date, if		onAcquired			Securities	Form: Direct	Indirect		
(Instr. 3)			any (Month/	/Day/Year)	CodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)				Beneficially Owned	(D) or Indirect (I)	Beneficial Ownership		
	(			Duj, I cui)	(11541.0)	o, (insu: 5, 1 und 5)			Following	Instr. 4)	(Instr. 4)		
							(A)		Reported				
							or		Transaction(s) (Instr. 3 and 4)				
~					Code V	Amount	(D)	Price	(msu. 5 and 4)				
Common Stock	12/31/2008	3			А	900	А	<u>(1)</u>	223,878	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)	5. iorNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## Edgar Filing: GP STRATEGIES CORP - Form 4

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
GELLER MARSHALL S 10866 WILSHIRE BLVD SUITE 1450 LOS ANGELES, CA 90024	Х					
Signatures						
By: Kenneth L. Crawford For: Marshall S. Geller		01/05/200	9			
**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).
- Represents a portion of the quarterly Director fees for the quarter ended December 31, 2008 paid in shares of the Registrant's Common (1) 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.