Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

, D.C. 20549	OMB

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response	0.5							

1. Name and Address of Reporting Person*  Kelly Brian H				2. Issuer Name and Ticker or Trading Symbol FOSTER L B CO [ FSTR ]										ck all app Direct Office	tor er (give title	Ü	10% O Other (	wner specify		
(Last) 415 HOI	(F LIDAY DR	,	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/20/2021										belov	Sr. Vice	e Presi	below) ident		
(Street) PITTSB	U <b>RGH P</b> A	A 1	5220		4. If Amendment, Date of					of Original Filed (Month/Day/Year)					6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(S		Zip)	- Davis	4:		-14!	<b>A</b>	!	D:-			6	-:-!!						
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date,		3. Transaction Code (Instr. 8)				red (A)	or	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
							Code	v	Amount	(A) o (D)	r Prio	e	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)			
Common Stock			02/20/2	1			F		741	D	\$1	7.63	3 41,853			D				
Common Stock			02/21/2021				F		587	D	\$1	7.63	41,266			D				
Common Stock		02/22/2021		Į.					235	D	\$1	7.53	41,031		D					
Common Stock														531			I .	L.B. Foster Company 401(k) Plan Shares		
		Та	ble II -								osed of, c				Owne	d				
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Security or Exercise (Month/Day/Year) if any				4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)					7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		8. Price of Derivative Security (Instr. 5)			Ownershi Form: Direct (D) or Indirec (I) (Instr. 4		11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amou or Numb of Shares	er						

Explanation of Responses:

/s/ Brian H. Kelly by Heidi Loeffert, attorney-in-fact

02/23/2021

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.