# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) December 4, 2014 (December 2, 2014)

# L.B. Foster Company

(Exact name of registrant as specified in its charter)

Pennsylvania (State or other jurisdiction of incorporation) 000-10436 (Commission File Number) 25-1324733 (I.R.S. Employer Identification No.)

415 Holiday Drive, Pittsburgh, Pennsylvania (Address of principal executive offices)

15220 (Zip Code)

Registrant's telephone number, including area code (412) 928-3417

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))		( · · · · · · · · · · · · · · · · · · ·	
provisions (see General Instruction A.2. below):  ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))			
Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))	Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):		
□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))		Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)	
		Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)	
Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))		Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))	
		Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))	

# Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On December 2, 2014, the Board of Directors (the "Board") of the Company voted to increase the size of the Board from seven to eight members, effective immediately. The Board also voted to elect Mr. Robert S. Purgason as an independent director effective December 2, 2014, to fill the new position authorized by the Board. It is contemplated that Mr. Purgason may serve on certain committees of the Board, but no committee appointments have been made at this time.

Mr. Purgason's compensation as a director will be consistent with that provided to the Company's other non-management directors, which was described most recently on page 7 of the Company's most recent Proxy Statement filed with the Securities and Exchange Commission on April 11, 2014.

A copy of the Company's December 4, 2014 press release announcing Mr. Purgason's election to the Board is attached hereto as Exhibit 99.1.

#### **Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

Exhibit Number

umber Description of Exhibit

(Referenced to Item 601 of Regulation S-K)

99.1 L.B. Foster Company Press Release dated December 4, 2014

### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

## L.B. Foster Company

(Registrant)

Date: **December 4, 2014** 

# /s/ Patrick J. Guinee

Name: Patrick J. Guinee

Title: Vice President, General Counsel & Corporate Secretary

**News Release** 



### Robert S. Purgason Appointed to L.B. Foster Company Board of Directors

PITTSBURGH, PA (December 4, 2014) L.B. Foster Company (NASDAQ: FSTR) announced today that Robert S. Purgason, Director and Chief Operating Officer (COO) of the general partner of Access Midstream Partners, L.P. (NYSE: ACMP), has been appointed to the L.B. Foster Board of Directors, effective December 2, 2014.

Purgason, 58, who has been with Access Midstream since 2010, was appointed to his current position in 2012. Effective January 1, 2015, Purgason will assume the role of Senior Vice President of Williams. He will lead the Williams operating area that encompasses the assets and operations of Access Midstream, including natural gas gathering and processing in the Marcellus, Utica, Eagle Ford, Haynesville, Barnett, Mid-continent, and Niobrara producing areas. Prior to joining Access Midstream, Mr. Purgason spent five years at Crosstex Energy Services, L.P., where he last served as Executive Vice President – Chief Operating Officer. Previously, Mr. Purgason was employed by Williams for 19 years, serving in various senior business development and operational roles of increasing responsibility.

"As COO responsible for a rapidly growing company that owns, operates, develops, and acquires natural gas, natural gas liquids, and oil gathering systems and other midstream assets, Bob Purgason will bring a keen understanding of the energy market to our Board of Directors. He also brings board experience which includes emphasis on corporate governance practices," said Lee. B. Foster II, Chairman of the L.B. Foster Board of Directors.

"L.B. Foster has a well-thought out strategy aimed at enhancing shareholder value," Purgason said. "I look forward to serving with the other directors of a company with such an exciting future."

Purgason received his Bachelor of Science in Chemical Engineering with honors from the University of Oklahoma. His appointment as an independent director expands the Foster Board to eight.

### **About L.B. Foster Company**

L.B. Foster is a leading manufacturer, fabricator, and distributor of products and services for the rail, construction, energy and utility markets with locations in North America and Europe. Please visit our website: <a href="https://www.lbfoster.com">www.lbfoster.com</a>

The matters discussed in this news release may include forward-looking statements that involve risks and uncertainties. Sentences containing words such as "anticipates," "expects," or "will," generally should be considered forward-looking statements. Detailed information on risks and uncertainties which could affect the Company's operating results and liquidity are described in the Company's Forms 10-K, 10-Q and other reports, filed or to be filed with the Securities and Exchange Commission. The Company urges all interested parties to read these reports to gain a better understanding of the many business and other risks that the Company faces. The Company assumes no obligation to update or revise such statements, whether as a result of new information or otherwise, except as required by securities laws.

#### **Contact:**

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