

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

SCHEDULE 13D
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO
§ 240.13d-2(a)

(Amendment No. 18)¹

L.B. Foster Company
(Name of Issuer)

Common Stock, Par Value \$0.01
(Title of Class of Securities)

350060109
(CUSIP Number)

CHRISTOPHER S. KIPER
LEGION PARTNERS ASSET MANAGEMENT, LLC
12121 Wilshire Blvd, Suite 1240
Los Angeles, CA 90025
(424) 253-1773

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

January 15, 2021
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

¹ The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

1	NAME OF REPORTING PERSON Legion Partners, L.P. I	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER - 0 -
	8	SHARED VOTING POWER 374,223
	9	SOLE DISPOSITIVE POWER - 0 -
	10	SHARED DISPOSITIVE POWER 374,223
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 374,223	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 3.48%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON Legion Partners, L.P. II	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER - 0 -
	8	SHARED VOTING POWER 64,960
	9	SOLE DISPOSITIVE POWER - 0 -
	10	SHARED DISPOSITIVE POWER 64,960
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 64,960	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 1%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON Legion Partners Special Opportunities, L.P. II	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER - 0 -
	8	SHARED VOTING POWER 195,520
	9	SOLE DISPOSITIVE POWER - 0 -
	10	SHARED DISPOSITIVE POWER 195,520
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 195,520	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.82%	
14	TYPE OF REPORTING PERSON PN	

1	NAME OF REPORTING PERSON Legion Partners, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS AF	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER - 0 -
	8	SHARED VOTING POWER 634,703
	9	SOLE DISPOSITIVE POWER - 0 -
	10	SHARED DISPOSITIVE POWER 634,703
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 634,703	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 5.91%	
14	TYPE OF REPORTING PERSON OO	

1	NAME OF REPORTING PERSON Legion Partners Asset Management, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS AF, OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER - 0 -
	8	SHARED VOTING POWER 646,101
	9	SOLE DISPOSITIVE POWER - 0 -
	10	SHARED DISPOSITIVE POWER 646,101
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 646,101	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.01%	
14	TYPE OF REPORTING PERSON OO	

1	NAME OF REPORTING PERSON Legion Partners Holdings, LLC	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS AF, OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER - 0 -
	8	SHARED VOTING POWER 646,101
	9	SOLE DISPOSITIVE POWER - 0 -
	10	SHARED DISPOSITIVE POWER 646,101
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 646,101	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.01%	
14	TYPE OF REPORTING PERSON OO	

1	NAME OF REPORTING PERSON Christopher S. Kiper	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS AF, OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION USA	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER - 0 -
	8	SHARED VOTING POWER 646,101
	9	SOLE DISPOSITIVE POWER - 0 -
	10	SHARED DISPOSITIVE POWER 646,101
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 646,101	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.01%	
14	TYPE OF REPORTING PERSON IN	

1	NAME OF REPORTING PERSON Raymond White	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS AF, OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION USA	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER - 0 -
	8	SHARED VOTING POWER 646,101
	9	SOLE DISPOSITIVE POWER - 0 -
	10	SHARED DISPOSITIVE POWER 646,101
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 646,101	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.01%	
14	TYPE OF REPORTING PERSON IN	

The following constitutes Amendment No. 18 to the Schedule 13D filed by the undersigned ("Amendment No. 18"). This Amendment No. 18 amends the Schedule 13D as specifically set forth herein.

Item 5. Interest in Securities of the Issuer.

Items 5 (a)-(c) are hereby amended and restated in its entirety as follows:

The aggregate percentage of Shares reported owned by each person named herein is based upon 10,745,856 Shares outstanding as of October 29, 2020, as reported on the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 5, 2020.

A. Legion Partners I

(a) As of the close of business on January 20, 2021, Legion Partners I beneficially owned 374,223 Shares.

Percentage: Approximately 3.48%

- (b)
1. Sole power to vote or direct vote: 0
 2. Shared power to vote or direct vote: 374,223
 3. Sole power to dispose or direct the disposition: 0
 4. Shared power to dispose or direct the disposition: 374,223

(c) The transactions in the Shares by Legion Partners I since the filing of the last 13D are set forth in Schedule A and are incorporated herein by reference.

B. Legion Partners II

(a) As of the close of business on January 20, 2021, Legion Partners II beneficially owned 64,960 Shares.

Percentage: Less than 1%

- (b)
1. Sole power to vote or direct vote: 0
 2. Shared power to vote or direct vote: 64,960
 3. Sole power to dispose or direct the disposition: 0
 4. Shared power to dispose or direct the disposition: 64,960

(c) The transactions in the Shares by Legion Partners II since the filing of the last 13D are set forth in Schedule A and are incorporated herein by reference.

C. Legion Partners Special II

(a) As of the close of business on January 20, 2021, Legion Partners Special II beneficially owned 195,520 Shares.

Percentage: Approximately 1.82%

- (b)
1. Sole power to vote or direct vote: 0
 2. Shared power to vote or direct vote: 195,520
 3. Sole power to dispose or direct the disposition: 0
 4. Shared power to dispose or direct the disposition: 195,520

(c) The transactions in the Shares by Legion Partners Special II since the filing of the last 13D are set forth in Schedule A and are incorporated herein by reference.

D. Legion Partners, LLC

(a) As the general partner of each of Legion Partners I, Legion Partners II and Legion Partners Special II, Legion Partners, LLC may be deemed the beneficial owner of the (i) 374,223 Shares owned by Legion Partners I, (ii) 64,960 Shares owned by Legion Partners II, and (iii) 195,520 Shares owned by Legion Partners Special II.

Percentage: Approximately 5.91%

- (b)
1. Sole power to vote or direct vote: 0
 2. Shared power to vote or direct vote: 634,703
 3. Sole power to dispose or direct the disposition: 0
 4. Shared power to dispose or direct the disposition: 634,703

(c) Legion Partners, LLC has not entered into any transactions in the Shares since the filing of the last 13D. The transactions in the Shares on behalf of each of Legion Partners I, Legion Partners II and Legion Partners Special II since the filing of the last 13D are set forth in Schedule A and are incorporated herein by reference.

E. Legion Partners Asset Management

- (a) As of the close of business on January 20, 2021, Legion Partners Asset Management beneficially owned 11,398 Shares. Legion Partners Asset Management, as the investment advisor of each of Legion Partners I, Legion Partners II and Legion Partners Special II, may also be deemed the beneficial owner of the (i) 374,223 Shares owned by Legion Partners I, (ii) 64,960 Shares owned by Legion Partners II, and (iii) 195,520 Shares owned by Legion Partners Special II.

Percentage: Approximately 6.01%

- (b) 1. Sole power to vote or direct vote: 0
2. Shared power to vote or direct vote: 646,101
3. Sole power to dispose or direct the disposition: 0
4. Shared power to dispose or direct the disposition: 646,101
- (c) Legion Partners Asset Management has not entered into any transactions since the filing of the last 13D. The transactions in the Shares on behalf of each of Legion Partners I, Legion Partners II and Legion Partners Special II since the filing of the last 13D are set forth in Schedule A and are incorporated herein by reference.

F. Legion Partners Holdings

- (a) Legion Partners Holdings, as the sole member of Legion Partners Asset Management and managing member of Legion Partners, LLC, may be deemed the beneficial owner of the (i) 374,223 Shares owned by Legion Partners I, (ii) 64,960 Shares owned by Legion Partners II, (iii) 195,520 Shares owned by Legion Partners Special II, and (iv) 11,398 Shares beneficially owned by Legion Partners Asset Management.

Percentage: Approximately 6.01%

- (b) 1. Sole power to vote or direct vote: 0
2. Shared power to vote or direct vote: 646,101
3. Sole power to dispose or direct the disposition: 0
4. Shared power to dispose or direct the disposition: 646,101
- (c) Legion Partners Holdings has not entered into any transactions in the Shares since the filing of the last 13D. The transactions in the Shares on behalf of each of Legion Partners I, Legion Partners II and Legion Partners Special II since the filing of the last 13D are set forth in Schedule A and are incorporated herein by reference.

G. Messrs. Kiper and White

- (a) Each of Messrs. Kiper and White, as a managing director of Legion Partners Asset Management and a managing member of Legion Partners Holdings, may be deemed the beneficial owner of the (i) 374,223 Shares owned by Legion Partners I, (ii) 64,960 Shares owned by Legion Partners II, (iii) 195,520 Shares owned by Legion Partners Special II, and (iv) 11,398 Shares beneficially owned by Legion Partners Asset Management.

Percentage: Approximately 6.01%

- (b)
 - 1. Sole power to vote or direct vote: 0
 - 2. Shared power to vote or direct vote: 646,101
 - 3. Sole power to dispose or direct the disposition: 0
 - 4. Shared power to dispose or direct the disposition: 646,101

- (c) Neither Mr. Kiper nor Mr. White has entered into any transactions in the Shares since the filing of the last 13D. The transactions in the Shares on behalf of each of Legion Partners I, Legion Partners II and Legion Partners Special II since the filing of the last 13D are set forth in Schedule A and are incorporated herein by reference.

The filing of this Amendment No. 18 shall not be deemed an admission that the Reporting Persons are, for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, the beneficial owners of any securities of the Issuer that he or it does not directly own. Each of the Reporting Persons specifically disclaims beneficial ownership of the securities reported herein that he or it does not directly own.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

Item 6 is amended to add the following:

Legion Partners I sold short in over the counter market American-style call options referencing an aggregate of 509,900 Shares, with an exercise price of \$15.00 and expiring on January 15, 2021. At expiration, call options referencing 278,200 Shares expired worthless and call options referencing 231,700 shares were assigned, resulting in the sale of stock, as set forth on Exhibit A, which is incorporated herein by reference.

Legion Partners II sold short in over the counter market American-style call options referencing an aggregate of 88,400 Shares, with an exercise price of \$15.00 and expiring on January 15, 2021. At expiration, call options referencing 48,200 Shares expired worthless and call options referencing 40,200 shares were assigned, resulting in the sale of stock, as set forth on Exhibit A, which is incorporated herein by reference.

Legion Partners Special II sold short in over the counter market American-style call options referencing an aggregate of 265,900 Shares, with an exercise price of \$15.00 and expiring on January 15, 2021. At expiration, call options referencing 145,000 Shares expired worthless and call options referencing 120,900 shares were assigned, resulting in the sale of stock, as set forth on Exhibit A, which is incorporated herein by reference.

SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: January 20, 2021

Legion Partners, L.P. I

By: Legion Partners Asset Management, LLC
Investment Advisor

By: /s/ Christopher S. Kiper
Name: Christopher S. Kiper
Title: Managing Director

Legion Partners, L.P. II

By: Legion Partners Asset Management, LLC
Investment Advisor

By: /s/ Christopher S. Kiper
Name: Christopher S. Kiper
Title: Managing Director

Legion Partners Special Opportunities, L.P. II

By: Legion Partners Asset Management, LLC
Investment Advisor

By: /s/ Christopher S. Kiper
Name: Christopher S. Kiper
Title: Managing Director

Legion Partners, LLC

By: Legion Partners Holdings, LLC
Managing Member

By: /s/ Christopher S. Kiper
Name: Christopher S. Kiper
Title: Managing Member

Legion Partners Asset Management, LLC

By: /s/ Christopher S. Kiper
Name: Christopher S. Kiper
Title: Managing Director

Legion Partners Holdings, LLC

By: /s/ Christopher S. Kiper
Name: Christopher S. Kiper
Title: Managing Member

/s/ Christopher S. Kiper
Christopher S. Kiper

/s/ Raymond White
Raymond White

SCHEDULE ATransactions in the Shares Since the Filing of the Last 13D

<u>Nature of the Transaction</u>	<u>Amount of Securities Purchased / (Sold)</u>	<u>Price Per Share(\$)</u>	<u>Date of Purchase / Sale</u>
<u>LEGION PARTNERS, L.P. I</u>			
Sale of Common Stock ¹	(1,400)	\$15.9915	12/18/2020
Sale of Common Stock	(118)	\$16.0800	01/06/2021
Short Sale of January 2021 Call	(89)	\$0.8688	01/06/2021
Option (\$15.00 Strike Price) ²			
Sale of Common Stock	(3,292)	\$16.1585	01/07/2021
Short Sale of January 2021 Call	(239)	\$1.1128	01/07/2021
Option (\$15.00 Strike Price) ²			
Sale of Common Stock ³	(231,700)	\$15.9086	01/15/2021
<u>LEGION PARTNERS, L.P. II</u>			
Sale of Common Stock	(20)	\$16.0800	01/06/2021
Short Sale of January 2021 Call	(16)	\$0.8688	01/06/2021
Option (\$15.00 Strike Price) ²			
Sale of Common Stock	(577)	\$16.1585	01/07/2021
Short Sale of January 2021 Call	(42)	\$1.1128	01/07/2021
Option (\$15.00 Strike Price) ²			
Sale of Common Stock ³	(40,200)	\$15.9085	01/15/2021
<u>LEGION PARTNERS SPECIAL OPPORTUNITIES, L.P. II</u>			
Sale of Common Stock	(62)	\$16.0800	01/06/2021
Short Sale of January 2021 Call	(47)	\$0.8688	01/06/2021
Option (\$15.00 Strike Price) ²			
Sale of Common Stock	(1,731)	\$16.1585	01/07/2021
Short Sale of January 2021 Call	(125)	\$1.1128	01/07/2021
Option (\$15.00 Strike Price) ²			
Sale of Common Stock ³	(120,900)	\$15.9085	01/15/2021

¹ Represents shares underlying American-style call options that were assigned. These calls had a strike price of \$15.00 and would have expired on December 18, 2020.

² Represents American-style call options sold short in the over-the-counter market with an expiration date of January 15, 2020.

³ Represents shares underlying American-style call options that were assigned. These calls had a strike price of \$15.00 and would have expired on January 15, 2021.