

Edgar Filing: GP STRATEGIES CORP - Form 5

GP STRATEGIES CORP

Form 5

February 15, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

- () Form 3 Holdings Reported
- () Form 4 Transactions Reported

1. Name and Address of Reporting Person

Kantor, Andrea D
 GP Strategies Corporation
 9 West 57th Street - Suite 4170
 New York, NY 10019

2. Issuer Name and Ticker or Trading Symbol

GP Strategies Corporation
 (GPX)

3. IRS or Social Security Number of Reporting Person (Voluntary)

118-50-8371

4. Statement for Month/Year

December 31, 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)

Vice President and Corporate Counsel

7. Individual or Joint/Group Reporting (Check Applicable Line)

- (X) Form filed by One Reporting Person
- () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Transaction Date | 3. Code | 4. Securities Acquired (A) or Disposed of (D) | | | 5. Amount of Securities Beneficially Owned at End of Year |
|----------------------|---------------------|---------|---|-----|-------|---|
| | | | Amount | A/D | Price | |
| Common Stock | * | J | 1,643 | A | * | 2,915 |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date | 4. Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date of Derivative Security (A) or Date of Maturity (D) | 7. Title and Amount of Underlying Securities | 8. Put or Call or Other Feature of Underlying Securities |
|---------------------------------|--|---------------------|---------|--|--|--|--|
|---------------------------------|--|---------------------|---------|--|--|--|--|

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Explanation of Responses:

*The 1,643 shares were acquired from January 1, 2001 to December 31, 2001, under the General Physics Corporation Profit Investment Plan at a price range from \$2.75 to \$5.00

SIGNATURE OF REPORTING PERSON

Andrea D. Kantor

DATE

February 15, 2002