

HASSELBUSCH STAN L  
Form 4  
November 01, 2007

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HASSELBUSCH STAN L

(Last) (First) (Middle)  
L.B. FOSTER COMPANY, 415  
HOLIDAY DRIVE  
(Street)

PITTSBURGH, PA 15220

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FOSTER L B CO [FSTR]

3. Date of Earliest Transaction (Month/Day/Year)  
10/30/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and Chief Executive

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	10/30/2007		S	10,000	D \$ 42.7612	37,817	D
Common Stock	10/31/2007		M	15,000	A \$ 5.25	52,817	D
Common Stock	10/31/2007		S	15,000	D \$ 43.123	37,817	D
Common Stock	10/31/2007		M	10,000	A \$ 4.38	48,817	D
Common Stock	10/31/2007		S	10,000	D \$ 43.123	37,817	D

Common Stock	25,065	I	Approximate share equivalent of units in 401(k) trust
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option to Buy	\$ 2.75					02/02/2002 <sup>(1)</sup>	02/01/2011	Common	20,000
Option to Buy	\$ 3.65					05/09/2002 <sup>(2)</sup>	05/08/2011	Common	30,000
Option to Buy	\$ 4.75					12/12/2002 <sup>(3)</sup>	12/11/2011	Common	50,000
Option to Buy	\$ 5.5					05/15/2002 <sup>(4)</sup>	05/14/2012	Common	20,000
Option to Buy	\$ 5.25	10/30/2007		M	10,000	08/13/1998	08/12/2008	Common	10,000
Option to Buy	\$ 4.38	10/31/2007		M	10,000	10/23/1998	10/22/2008	Common	10,000
Option to Buy	\$ 5.25	10/31/2007		M	15,000	08/13/1998	08/12/2008	Common	15,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

HASSELBUSCH STAN L  
L.B. FOSTER COMPANY  
415 HOLIDAY DRIVE  
PITTSBURGH, PA 15220

X

President and Chief Executive

## Signatures

Stan L.

Hasselbusch

11/01/2007

\*\*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).

- (1) 25% becomes exercisable on 2/2/02 and an additional 25% becomes vested on each of the next three anniversaries
- (2) 25% becomes exercisable on 5/9/02 and an additional 25% becomes vested on each of the next three anniversaries
- (3) 25% becomes exercisable on 12/12/02 and an additional 25% becomes vested on each of the next three anniversaries
- (4) 25% becomes exercisable on 5/15/03 and an additional 25% becomes vested on each of the next three anniversaries
- (5) Not applicable

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

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