

FOSTER L B CO
Form 4
May 04, 2006

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 *
BLOEM ALEC C

(Last) (First) (Middle)

L.B. FOSTER COMPANY, 1660
HOTEL CIRCLE NORTH, SUITE
304

(Street)

SAN DIEGO, CA 92108

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/04/2006

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)
Sr. V.P. Concrete Products

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/04/2006		M		10,000	A	\$ 4.38
Common Stock	05/04/2006		M		15,000	A	\$ 5.375
Common Stock	05/04/2006		M		25,000	A	\$ 3.44
Common Stock	05/04/2006		M		6,000	A	\$ 2.75
Common Stock	05/04/2006		M		9,000	A	\$ 3,065

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Common Stock	05/04/2006	S	6,000	D	\$ 22.81	59,000	D	
Common Stock	05/04/2006	S	2,500	D	\$ 22.4	56,500	D	
Common Stock	05/04/2006	S	2,500	D	\$ 22.455	54,000	D	
Common Stock	05/04/2006	S	7,500	D	\$ 22.77	46,500	D	
Common Stock	05/04/2006	S	1,200	D	\$ 22.85	45,300	D	
Common Stock	05/04/2006	S	3,500	D	\$ 22.922	41,800	D	
Common Stock	05/04/2006	S	5,000	D	\$ 23.017	36,800	D	
Common Stock	05/04/2006	S	5,000	D	\$ 23.28	31,800	D	
Common Stock	05/04/2006	S	6,000	D	\$ 23.251	25,800	D	
Common Stock	05/04/2006	S	4,000	D	\$ 23.23	21,800	D	
Common Stock	05/04/2006	S	2,500	D	\$ 23.19	19,300	D	
Common Stock	05/04/2006	S	1,500	D	\$ 23.212	17,800	D	
Common Stock	05/04/2006	S	2,800	D	\$ 23.256	15,000	D	
Common Stock	05/04/2006	S	1,000	D	\$ 23	14,000	D	
Common Stock	05/04/2006	S	5,000	D	\$ 23.28	9,000	D	
Common Stock	05/04/2006	S	9,000	D	\$ 23.17	0	D	
Common Stock						5,072	I	Est. 401(k) share equivalent

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

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(9-02)

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy	\$ 4.38	05/04/2006		M	10,000	10/23/1998	10/22/2008	Common	10,000
Option to Buy	\$ 5.375	05/04/2006		M	15,000	10/19/1999	10/18/2009	Common	15,000
Option to Buy	\$ 3.44	05/04/2006		M	25,000	10/11/2000	10/10/2010	Common	25,000
Option to Buy	\$ 2.75	05/04/2006		M	6,000	02/02/2001	02/01/2011	Common	6,000
Option to Buy	\$ 3.65	05/04/2006		M	9,000	05/09/2001	05/08/2011	Common	9,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLOEM ALEC C L.B. FOSTER COMPANY 1660 HOTEL CIRCLE NORTH, SUITE 304 SAN DIEGO, CA 92108			Sr. V.P. Concrete Products	

Signatures

Alec C. Bloem, by attorney in fact David L. Voltz
Date: 05/05/2006

__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) Intentionally left blank

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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