

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: Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|--|
|                                 |                                      |  |                                | Code  | V | Amount |   |  |  |
| Common Stock                    | 05/04/2006                           |  | M                              |   |   | 10,000 | D   |  |  |
| Common Stock                    | 05/04/2006                           |  | M                              |   |   | 25,000 | D   |  |  |
| Common Stock                    | 05/04/2006                           |  | M                              |   |   | 50,000 | D   |  |  |
| Common Stock                    | 05/04/2006                           |  | M                              |   |   | 56,000 | D   |  |  |
| Common Stock                    | 05/04/2006                           |  | M                              |   |   | 65,000 | D   |  |  |

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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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**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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| 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<br>L.B. FOSTER COMPANY<br>1660 HOTEL CIRCLE NORTH, SUITE 304<br>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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