

Louis Berkman Investment CO  
 Form 4  
 February 07, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 Louis Berkman Investment CO

2. Issuer Name and Ticker or Trading Symbol  
 AMPCO PITTSBURGH CORP [AP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 600 GRANT STREET, SUITE 3230  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/06/2018

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

PITTSBURGH, PA 15219-2704  
 (City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount                                                                                        |                                                          |                                                       |
| COMMON STOCK                    | 02/06/2018                           | 02/06/2018                                         | S <sup>(1)</sup>               |                                                                   | 100                                                                                           | D                                                        | \$ 11.65                                              |
| COMMON STOCK                    | 02/06/2018                           | 02/06/2018                                         | S <sup>(1)</sup>               |                                                                   | 200                                                                                           | D                                                        | \$ 11.75                                              |
| COMMON STOCK                    | 02/06/2018                           | 02/06/2018                                         | S <sup>(1)</sup>               |                                                                   | 100                                                                                           | D                                                        | \$ 11.8                                               |
| COMMON STOCK                    | 02/06/2018                           | 02/06/2018                                         | S <sup>(1)</sup>               |                                                                   | 200                                                                                           | D                                                        | \$ 12                                                 |
| COMMON STOCK                    | 02/06/2018                           | 02/06/2018                                         | S <sup>(1)</sup>               |                                                                   | 500                                                                                           | D                                                        | \$ 12.1                                               |
|                                 | 02/06/2018                           | 02/06/2018                                         | S <sup>(1)</sup>               |                                                                   | 100                                                                                           | D                                                        |                                                       |

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|              |            |            |                  |       |   |          |           |   |  |
|--------------|------------|------------|------------------|-------|---|----------|-----------|---|--|
| COMMON STOCK |            |            |                  |       |   |          | \$ 12.15  |   |  |
| COMMON STOCK | 02/06/2018 | 02/06/2018 | S <sup>(1)</sup> | 126   | D | \$ 12.2  | 1,427,233 | D |  |
| COMMON STOCK | 02/06/2018 | 02/06/2018 | S <sup>(1)</sup> | 700   | D | \$ 12.25 | 1,426,533 | D |  |
| COMMON STOCK | 02/06/2018 | 02/06/2018 | S <sup>(1)</sup> | 200   | D | \$ 12.3  | 1,426,333 | D |  |
| COMMON STOCK | 02/06/2018 | 02/06/2018 | S <sup>(1)</sup> | 1,205 | D | \$ 12.45 | 1,425,128 | D |  |
| COMMON STOCK | 02/06/2018 | 02/06/2018 | S <sup>(1)</sup> | 505   | D | \$ 12.5  | 1,424,623 | D |  |
| COMMON STOCK | 02/06/2018 | 02/06/2018 | S <sup>(1)</sup> | 700   | D | \$ 12.55 | 1,423,923 | D |  |
| COMMON STOCK | 02/06/2018 | 02/06/2018 | S <sup>(1)</sup> | 2,531 | D | \$ 12.6  | 1,421,392 | D |  |
| COMMON STOCK | 02/06/2018 | 02/06/2018 | S <sup>(1)</sup> | 100   | D | \$ 12.65 | 1,421,292 | D |  |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    |                                |                                                                                         | Date Exercisable                                         | Expiration Date                                               | Title                                      | Amount or Number of Shares                                                                      |
|                                            |                                                        |                                      |                                                    |                                |                                                                                         | Code                                                     | V                                                             | (A)                                        | (D)                                                                                             |

## Reporting Owners

| Reporting Owner Name / Address                                                           | Relationships |           |         |       |
|------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                          | Director      | 10% Owner | Officer | Other |
| Louis Berkman Investment CO<br>600 GRANT STREET, SUITE 3230<br>PITTSBURGH, PA 15219-2704 |               | X         |         |       |

## Signatures

/s/Jennifer L. Gloff,  
Secretary 02/07/2018

\*\*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).  
The transactions reported in this Form 4 were effected pursuant to a Rule 10B5-1 trading plan adopted by the reporting person on (1) December 27, 2017 (the "Plan"). The Plan was adopted to allow members of the Berkman family to satisfy liquidity and diversification objectives.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.