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GP STRATEGIES CORP

Form 3

August 11, 2016

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

À ROBINSON SAMUEL D.

(Last)

(First)

(Middle)

(Zip)

Statement

(Month/Day/Year)

08/08/2016

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

GP STRATEGIES CORP [GPX]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O SAGARD CAPITAL MGMT. CORPORATION, Â 325 **GREENWICH AVENUE**

(Street)

10% Owner __X__ Director Officer

(Check all applicable)

Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

GREENWICH. CTÂ 06830

(City) (State)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5) Direct (D) or Indirect

(I) (Instr. 5)

COMMON STOCK 3,517,024 Ι SEE FOOTNOTE (1)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

4.

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

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Date Expiration Title Exercisable Date

Amount or Security Number of Shares Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

GREENWICH, CTÂ 06830

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ROBINSON SAMUEL D. C/O SAGARD CAPITAL MGMT. CORPORATION 325 GREENWICH AVENUE

ÂX

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Signatures

/S/SAMUEL D. ROBINSON

08/11/2016

**Signature of Reporting

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 amount shown represents the beneficial ownership of the Issuer's securities by Sagard Capital Partners, L.P., a Delaware limited partnership ("Sagard Capital"). The Reporting Person is the President of Sagard Capital Partners Management Corporation ("Sagard
- (1) Management"), the investment manager of Sagard Capital, and is the President of Sagard Capital Partners GP, Inc., the general partner of Sagard Capital. The Reporting Person disclaims beneficial ownership of the securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

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.

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