

AMPCO PITTSBURGH CORP

Form 4

September 05, 2008

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(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)

300 NORTH 7TH STREET

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/03/2008

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

(Street)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)

STEUBENVILLE, OH 43952

\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       | 09/03/2008                              |                                                             | S <sup>(1)</sup>                        |                                                                         | 100                                                                                                                | D                                                                    | \$<br>41.31                                                       |
| Common<br>Stock                       | 09/03/2008                              |                                                             | S                                       |                                                                         | 100                                                                                                                | D                                                                    | \$<br>41.39                                                       |
| Common<br>Stock                       | 09/03/2008                              |                                                             | S                                       |                                                                         | 200                                                                                                                | D                                                                    | \$<br>40.31                                                       |
| Common<br>Stock                       | 09/03/2008                              |                                                             | S                                       |                                                                         | 300                                                                                                                | D                                                                    | \$<br>40.39                                                       |
| Common<br>Stock                       | 09/03/2008                              |                                                             | S                                       |                                                                         | 100                                                                                                                | D                                                                    | \$<br>41.51                                                       |
|                                       | 09/03/2008                              |                                                             | S                                       |                                                                         | 100                                                                                                                | D                                                                    |                                                                   |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                      | 1,608,542                                                         |
|                                       |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                      | D                                                                 |

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|                 |            |   |     |   |             |           |   |
|-----------------|------------|---|-----|---|-------------|-----------|---|
| Common<br>Stock |            |   |     |   | \$<br>41.23 |           |   |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>40.23 | 1,608,442 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>41.44 | 1,608,342 | D |
| Common<br>Stock | 09/03/2008 | S | 200 | D | \$<br>41.33 | 1,608,142 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>40.33 | 1,608,042 | D |
| Common<br>Stock | 09/03/2008 | S | 200 | D | \$<br>41.34 | 1,607,842 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>41.42 | 1,607,742 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>41.43 | 1,607,642 | D |
| Common<br>Stock | 09/03/2008 | S | 300 | D | \$<br>40.43 | 1,607,342 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>41.49 | 1,607,242 | D |
| Common<br>Stock | 09/03/2008 | S | 200 | D | \$<br>40.49 | 1,607,042 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>40.41 | 1,606,942 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>41.63 | 1,606,842 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>41.69 | 1,606,742 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>41.65 | 1,606,642 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>41.54 | 1,606,542 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$ 40.3     | 1,606,442 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>40.38 | 1,606,342 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>41.32 | 1,606,242 | D |
| Common<br>Stock | 09/03/2008 | S | 200 | D | \$<br>40.32 | 1,606,042 | D |
|                 | 09/03/2008 | S | 100 | D | \$ 41.3     | 1,605,942 | D |

Common  
Stock

|                 |            |   |     |   |             |           |   |
|-----------------|------------|---|-----|---|-------------|-----------|---|
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>40.38 | 1,605,842 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$<br>40.47 | 1,605,742 | D |
| Common<br>Stock | 09/03/2008 | S | 100 | D | \$ 40.3     | 1,605,642 | 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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address                                                | Relationships                    |
|-------------------------------------------------------------------------------|----------------------------------|
|                                                                               | Director 10% Owner Officer Other |
| Louis Berkman Investment CO<br>300 NORTH 7TH STREET<br>STEUBENVILLE, OH 43952 | X                                |

## Signatures

|                                            |            |
|--------------------------------------------|------------|
| /s/ Sean T. Peppard as<br>attorney-in-fact | 09/05/2008 |
|--------------------------------------------|------------|

\*\*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 May 19, (1) 2008 (the "Plan"). The Plan was adopted to allow the Berkman family to satisfy liquidity and diversification objectives in connection with Mr. Berkman's estate planning.

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.