

AMPCO PITTSBURGH CORP
 Form 4
 September 09, 2008

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 *
 Louis Berkman Investment CO

(Last) (First) (Middle)
 300 NORTH 7TH STREET
 (Street)
 STEUBENVILLE, OH 43952
 (City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 09/05/2008

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)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___X___ 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 | 09/05/2008 | | S ⁽¹⁾ | 1,300 D \$ 35 (2) (3) | 1,589,842 | D | |
| Common Stock | 09/05/2008 | | S | 4,200 D \$ 36.39 (3) (4) | 1,585,642 | D | |
| Common Stock | 09/05/2008 | | S | 4,000 D \$ 37.13 (3) (5) | 1,581,642 | D | |
| Common Stock | 09/05/2008 | | S | 500 D \$ 38.01 (3) (6) | 1,581,142 | D | |

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

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(9-02)

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 Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

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

Signatures

/s/ Sean T. Peppard, as attorney-in-fact 09/09/2008

__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, 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.
- (2) Represents a weighted average price for 1300 shares in a range of prices between \$34.72 and \$35.42 per share.
 - (3) Upon request of the Securities and Exchange Commission staff, the issuer or a security holder of the issuer, reporting person will provide full information regarding the number of shares purchased or sold at each separate price.
 - (4) Represents a weighted average price for 4200 shares in a range of prices between \$35.82 and \$36.75 per share.
 - (5) Represents a weighted average price for 4000 shares in a range of prices between \$36.83 to \$37.80 per share.

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(6) Represents a weighted average price for 500 shares in a range of prices between \$37.95 and \$38.14 per share.

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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