

GP STRATEGIES CORP  
Form 3  
July 11, 2008

**FORM 3 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 \*  
 Â Tattersall Alan P  
 (Last) (First) (Middle)

2. Date of Event Requiring Statement  
 (Month/Day/Year)  
 07/01/2008

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)

GENERAL PHYSICS CORPORATION,Â 6095 MARSHALEE DR., SUITE 300  
 (Street)

(Check all applicable)

Director  10% Owner  
 Officer  Other  
 (give title below) (specify below)  
 SVP of principal subsidiary

ELKRIDGE,Â MDÂ 21075  
 (City) (State) (Zip)

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 Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	5,566 <sup>(1)</sup>	D	Â
Common Stock	113	I	GP 401(k) Plan <sup>(2)</sup>

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Non-Qualified Stock Options	Â (3)	06/26/2013	Common Stock	40,000	\$ 11.08	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tattersall Alan P GENERAL PHYSICS CORPORATION 6095 MARSHALEE DR., SUITE 300 ELKRIDGE,Â MDÂ 21075	Â	Â	Â	SVP of principal subsidiary

## Signatures

Alan P. 07/11/2008  
Tattersall

\_\_Signature of Reporting Person 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).
- (1) Includes 2,800 shares of restricted stock awarded pursuant to the Registrant's 2003 Incentive Stock Plan and subject to vesting.
- (2) Shares held in GP 401(k)Retirement Savings Plan based on a plan statement as of June 30, 2008.
- (3) Grant of stock options under the Registrant's 2003 Incentive Stock Plan with the following vesting schedule: 10% on June 26, 2008; 15% on June 26, 2009; 20% on June 26, 2010; 25% on June 26, 2011; and the remaining 30% on June 26, 2012.

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### Remarks:

EffectiveÂ JulyÂ 1,Â 2008,Â theÂ Registrant'sÂ BoardÂ ofÂ DirectorsÂ designatedÂ AlanÂ P.Â TattersallÂ asÂ aÂ reporti

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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