#### KEANE GEORGE F

Form 4

February 07, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading KEANE GEORGE F Issuer Symbol **UNIVERSAL STAINLESS &** (Check all applicable) ALLOY PRODUCTS INC [USAP] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director

5. Relationship of Reporting Person(s) to

10% Owner

600 MAYER STREET

(Month/Day/Year) 02/04/2005

\_ Other (specify Officer (give title below)

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

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

Person

BRIDGEVILLE, PA 15017

(City)	(State)	(Zip) 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. Transactio Code (Instr. 8)	4. Securities Acquired ion(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
LICAD			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
USAP Common Stock	02/04/2005		M	1,274	A	\$ 7.3	9,274	D			
USAP Common Stock	02/04/2005		M	1,650	A	\$ 6.25	10,924	D			
USAP Common Stock	02/04/2005		M	825	A	\$ 5.34	11,749	D			
USAP Common	02/04/2005		M	825	A	\$ 5.29	12,574	D			

### Edgar Filing: KEANE GEORGE F - Form 4

Stock							
USAP Common Stock	02/04/2005	M	825	A	\$ 7.35	13,399	D
USAP Common Stock	02/04/2005	M	825	A	\$ 8.45	14,224	D
USAP Common Stock	02/04/2005	S	6,224	D	\$ 17.088	8,000	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 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. Transactic Code (Instr. 8)	Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
USAP Common Stock Option	\$ 7.3	02/04/2005		M		1,274	08/31/2003(1)	08/31/2012	Common Stock	1,274
USAP Common Stock Option	\$ 6.25	02/04/2005		M		1,650	11/30/2003(2)	11/30/2012	Common Stock	1,650
USAP Common Stock Options	\$ 5.34	02/04/2005		M		825	02/28/2004(3)	02/28/2013	Common Stock	825
USAP Common Stock	\$ 5.29	02/04/2005		M		825	05/31/2004(4)	05/31/2013	Common Stock	825

#### Edgar Filing: KEANE GEORGE F - Form 4

Option								
USAP Common Stock Option	\$ 7.35	02/04/2005	M	825	08/31/2004(5)	08/31/2013	Common Stock	825
USAP Common Stock Option	\$ 8.45	02/04/2005	M	825	11/30/2004(6)	11/30/2013	Common Stock	825

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
• 0	Director	10% Owner	Officer	Other				
KEANE GEORGE F								
600 MAYER STREET	X							
BRIDGEVILLE, PA 15017								

# **Signatures**

Paul A. McGrath
(AIF)

\*\*Signature of Reporting

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).
- (1) 825 Options are exercisable 08/31/2003 825 Options are exercisable 08/31/2004 850 Options are exercisable 08/31/2005
- (2) 825 Options are exercisable 11/30/2003 825 Options are exercisable 11/30/2004 850 Options are exercisable 11/30/2005
- (3) 825 Options are exercisable 02/28/2004 825 Options are exercisable 02/28/2005 850 Options are exercisable 02/28/2006
- (4) 825 Options are exercisable 05/31/2004 825 Options are exercisable 05/31/2005 850 Options are exercisable 05/31/2006
- (5) 825 Options are exercisable 08/31/2004 825 Options are exercisable 08/31/2005 850 Options are exercisable 08/31/2006
- (6) 825 Options are exercisable 11/30/2004 825 Options are exercisable 11/30/2005 850 Options are exercisable 11/30/2006

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.

Reporting Owners 3