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GP STRATEGIES CORP  
Form 8-K  
March 16, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) March 16, 2006  
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GP Strategies Corporation

-----  
(Exact Name of Registrant as Specified in Its Charter)

Delaware

-----  
(State or Other Jurisdiction of Incorporation)

1-7234

13-1926739

-----  
(Commission File Number)

(IRS Employer Identification No.)

6095 Marshalee Dr., Suite 300, Elkridge, MD

21075

-----  
(Address of Principal Executive Offices)

(Zip Code)

(410) 379-3600

-----  
(Registrant's Telephone Number, Including Area Code)

777 Westchester Avenue, White Plains, NY 10604

-----  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.02 Results of Operations and Financial Condition

On March 16, 2006, the Company announced its results for the fourth quarter and year ended December 31, 2005. The earnings release is attached hereto as an exhibit to the 8-K.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

99.1 Press release of GP Strategies Corporation dated March 16, 2006 announcing its results for the fourth quarter and year ended December 31, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GP STRATEGIES CORPORATION

Date: March 16, 2006

Andrea D. Kantor  
Executive Vice President and General Counsel

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EXHIBIT INDEX

| Exhibit No. | Description   |
|-------------|---|
| 99.1        | Press release of GP Strategies Corporation dated March 16, 2006 announcing its results for the fourth quarter and year ended December 31, 2005. |

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