

SIFCO INDUSTRIES INC
 Form 4
 January 30, 2015

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 *
 SMITH HUDSON D

(Last) (First) (Middle)

SIFCO INDUSTRIES INC, 970
 EAST 64TH STREET

(Street)

CLEVELAND, OH 44103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 SIFCO INDUSTRIES INC [SIF]

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/28/2015

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)
 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
SIFCO Industries, Inc. Common stock	01/28/2015		A	1,476 A <u>11</u>	267,793	D	
Voting Trust Certificates <u>(2)</u>					72,692	D	
SIFCO Industries, Inc. Common					7,224 <u>(5)</u>	D	

stock				
Voting Trust Certificates <u>(2)</u>	57,068 ⁽³⁾	I		Beneficiary of Trust
Voting Trust Certificates <u>(2)</u>	121,678 ⁽⁴⁾	I		Beneficiary of Trust
Voting Trust Certificates <u>(2)</u>	6,255	I		Owned by wife
SIFCO Industries, Inc. Common stock	1,400	I		Owned by wife

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

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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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH HUDSON D SIFCO INDUSTRIES INC 970 EAST 64TH STREET	X			

CLEVELAND, OH 44103

Signatures

Elizabeth Button - by power of
attorney

01/30/2015

__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).
- (1) Awarded 1,476 restricted shares of the SIFCO Industries, Inc. common stock. Restriction to lapse on the day immediately preceding the one year anniversary date of this award.
 - (2) Voting Trust Certificates are for common stock of the Listed Company.
 - (3) Held in Trust by Trustee of the Charles H. Smith, Jr. Irrevocable Trust.
 - (4) Held in Trust by the Trustee of the R. Smith Irrevocable Trust.
 - (5) SIFCO Industries, Inc. common shares awarded under the 2007 long term incentive program.

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.