FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. 0.5

1. Name and Address of Reporting Pe Robert Sroka	erson*	2. Issuer Name and Ticker or Trading Symbol	Statement for (Month/Day/Year	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) 54 Disbrow Lane	(Middle)	Sypris Solutions, Inc. SYPR	04/29/2003	∑ Director _ 10% Owner _ Officer (give title below) _ Other (specify below)					
(Street) New Rochelle, NY 10804		3. I.R.S. Identification Number of Reporting Person, if an entity	5. If Amendment, Date of Original	Officer (give title below)Other (specify below) Description					
(City) (State)	(Zip)	(voluntary)	(Month/Day/Year)	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. Transact Code (Instr.		4. Securities Acc Of (D) (Instr. 3, 4, and	()	r Disposed	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	٧	Amount	A/D	Price	(Instr. 3 and 4)	(Instr. 4)		

	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. Transa Code (Insi		Acquire or Dispos (D)	vative urities ed (A)	6. Date Exer and Expiration (Month/Da	Date(ED)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4)	10. Owner- ship Form of Deriv- ative Securities: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
				Code	V	А	D	DE	ED	Title	Amount or Number of Shares			(Instr.4)	
Option (Right to Buy)(1)	\$9.30	04/29/2003		А		6,000		04/29/2003	04/28/2013	Common Stock		\$	6,000	D	

Explanation of Responses:

- (1) Options pursuant to the Sypris Solutions, Inc. Independent Directors' Stock Option Plan.
- (2) POA has previously been filed with the Commission and is in effect until revoked.

/s/ Robert Sroka by David D. Johnson Attorney in Fact (2)

05/01/2003

** Signature of Reporting Person

SEC 1474 (9-02)

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

- * 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). 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.