

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* JOHNSON ROGER W (Last) (First) (Middle) 2 ROCKLEDGE ROAD (Street) LAGUNA BEACH CA 92651 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol SYPRIS SOLUTIONS INC [SYPR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/15/2004	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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	(A) or (D)	Price			
Common Stock ⁽¹⁾	03/15/2004		M		10,000	A	\$9.125	20,465	D	
Common Stock	03/15/2004		M		2,492	A	\$8.5	22,957	D	
Common Stock	03/15/2004		M		2,653	A	\$8	25,610	D	
Common Stock	03/15/2004		M		1,885	A	\$7.625	27,495	D	
Common Stock	03/15/2004		M		10,000	A	\$7.75	37,495	D	
Common Stock	03/15/2004		M		1,567	A	\$9.1875	39,062	D	
Common Stock	03/15/2004		M		1,496	A	\$9.625	40,558	D	
Common Stock	03/15/2004		M		1,701	A	\$9	42,259	D	
Common Stock	03/15/2004		M		1,749	A	\$8.75	44,008	D	
Common Stock	03/15/2004		M		2,668	A	\$6.875	46,676	D	
Common Stock	03/15/2004		M		3,168	A	\$3.875	49,844	D	
Common Stock	03/15/2004		M		10,000	A	\$4.75	55,844	D	
Common Stock	03/15/2004		M		2,179	A	\$8	62,023	D	
Common Stock	03/15/2004		M		1,964	A	\$7.87	63,987	D	
Common Stock	03/15/2004		M		6,000	A	\$9.3	69,987	D	
Common Stock	03/15/2004		S		39,048	D	\$17	30,939	D	
Common Stock	03/15/2004		S		2,790	D	\$17.01	28,149	D	
Common Stock	03/15/2004		S		600	D	\$17.03	27,549	D	
Common Stock	03/15/2004		S		840	D	\$17.04	26,709	D	
Common Stock	03/15/2004		S		392	D	\$17.05	26,317	D	
Common Stock	03/15/2004		S		200	D	\$17.06	26,117	D	
Common Stock	03/15/2004		S		600	D	\$17.07	25,517	D	
Common Stock	03/15/2004		S		801	D	\$17.08	24,716	D	
Common Stock	03/15/2004		S		1,600	D	\$17.11	23,116	D	
Common Stock	03/15/2004		S		1,100	D	\$17.12	22,016	D	
Common Stock	03/15/2004		S		3,200	D	\$17.15	18,816	D	
Common Stock	03/15/2004		S		149	D	\$17.26	18,667	D	
Common Stock	03/15/2004		S		100	D	\$17.32	18,567	D	
Common Stock	03/15/2004		S		202	D	\$17.35	18,365	D	

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	(A) or (D)	Price			
Common Stock	03/15/2004		S		600	D	\$17.36	17,765	D	

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 Securities Underlying Derivative Security (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. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option (Right to Buy)	\$9.125	03/15/2004		M			10,000	06/24/1998	06/23/2008	Common Stock	10,000	\$0	0	D	
Option (Right to Buy)	\$8.5	03/15/2004		M			2,492	06/29/1998	06/28/2008	Common Stock	2,492	\$0	0	D	
Option (Right to Buy)	\$8	03/15/2004		M			2,653	09/28/1998	09/27/2008	Common Stock	2,653	\$0	0	D	
Option (Right to Buy)	\$7.625	03/15/2004		M			1,885	03/29/1999	03/28/2009	Common Stock	1,885	\$0	0	D	
Option (Right to Buy)	\$7.75	03/15/2004		M			10,000	04/29/1999	04/28/2009	Common Stock	10,000	\$0	0	D	
Option (Right to Buy)	\$9.1875	03/15/2004		M			1,567	06/28/1999	06/27/2009	Common Stock	1,567	\$0	0	D	
Option (Right to Buy)	\$9.625	03/15/2004		M			1,496	09/27/1999	09/26/2009	Common Stock	1,496	\$0	0	D	
Option (Right to Buy)	\$9	03/15/2004		M			1,701	01/01/2000	12/31/2009	Common Stock	1,701	\$0	0	D	
Option (Right to Buy)	\$8.75	03/15/2004		M			1,749	10/02/2000	10/01/2010	Common Stock	1,749	\$0	0	D	
Option (Right to Buy)	\$6.875	03/15/2004		M			2,668	01/01/2001	12/31/2010	Common Stock	2,668	\$0	0	D	
Option (Right to Buy)	\$3.875	03/15/2004		M			3,168	04/02/2001	04/01/2011	Common Stock	3,168	\$0	0	D	
Option (Right to Buy)	\$4.75	03/15/2004		M			10,000	05/01/2001	05/01/2011	Common Stock	10,000	\$0	0	D	
Option (Right to Buy)	\$8	03/15/2004		M			2,179	07/02/2001	07/01/2011	Common Stock	2,179	\$0	0	D	
Option (Right to Buy)	\$7.87	03/15/2004		M			1,964	03/31/2003	03/30/2013	Common Stock	1,964	\$0	0	D	
Option (Right to Buy)	\$9.3	03/15/2004		M			6,000	04/29/2003	04/28/2013	Common Stock	6,000	\$0	0	D	

Explanation of Responses:

1. 1 of 2 Forms 4 filed to capture additional transaction lines.

Roger W. Johnson by Carroll
A. Dunavent, POA on file with 03/17/2004
Commission

** Signature of Reporting Person Date

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.

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 Number.