## FORM 4

Check this box if no longer subject

to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
OMB Number: 3235-0287

 OMB Number:
 3235-0287

 Estimated average burden
 hours per response:
 0.5

Instruction 1(b).					pursuant to Section 16(a) of the Securities Exchange Act of 1934									hours	per response:	0.5		
1. Name and Address of Reporting Person <sup>*</sup> McIntosh Graham						or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol UNIVERSAL STAINLESS & ALLOY							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 600 MAYER STREET					PRODUCTS INC [ USAP ] 3. Date of Earliest Transaction (Month/Day/Year) 02/12/2021								X Office below	er (give title /)		(specify )		
(Street) BRIDGEVILLE PA 15017 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)       6. Indi         02/16/2021       X							ne) X Form Form	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Table	I - No	n-Deriva	tive S	ecur	ities Acq	uired.	Dis	posed of,	or Ber	nefici	ally Own	ed				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da					tion 2A. Deeme Execution y/Year) if any		eemed ution Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			nd 5. Amo Securit Benefic Owned	unt of ies :ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A) or (D)	Price		ction(s) and 4)		(Instr. 4)		
USAP Common Stock 02/12/2					2021			A		1,191(1)	Α	\$7.3	79 49	9,135	D			
		Та								osed of, o onvertibl				d				
1. Title of Derivative				4. Transaction		5. Number of	6. Date Exercisable and Expiration Date					8. Price of Derivative	9. Number of derivative		11. Nature of Indirect			

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)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The shares acquired are pursuant to a stock award agreement at which the officer agreed to receive a portion of his 2020 Variable Incentive Compensation in USAP common stock at a 10% discount provided that the officer agreed not to trade or encumber the stock until the first anniversary date.



\*\* Signature of Reporting Person Date

02/18/2021

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.