

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Meyer James R		FreightCar America, Inc. [RAIL]		<input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) President and CEO	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
125 SOUTH WACKER DRIVE SUITE 1500		1/17/2022			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
CHICAGO, IL 60606				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)			
Common Stock	1/17/2022		A	(1)	110929	A	\$0.00 (2)	408101	D

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option	\$3.82	1/17/2022		A	(3)	161402		(4)	1/17/2032	Common stock	161402	\$0.00 (5)	161402	D	
Employee Stock Option	\$3.81							(6)	1/28/2031	Common stock	113276		113276	D	
Employee Stock Option	\$2.38							(7)	1/5/2031	Common stock	750000		750000	D	
Employee Restricted Stock Units	\$0.00							(8)	(7)	Common stock	42815		42815	D	
Employee Stock Appreciation Right	\$1.66							(9)	1/24/2030	Common stock	332005		332005	D	
Employee Stock Option	\$7.41							(10)	1/14/2029	Common stock	72959		72959	D	
Employee Stock Option	\$16.66							(11)	1/12/2028	Common stock	33025		33025	D	
Employee Stock Option	\$16.44							(12)	7/31/2027	Common stock	350000		350000	D	

Explanation of Responses:

- Exempt issuance of restricted shares under Rule 16 b-3 pursuant to the Issuer's 2018 Long Term Incentive Plan. These shares were granted on January 17, 2022 and will vest on January 17, 2025. The restricted shares are subject to certain restrictions (including possible forfeiture).
- The restricted shares were granted pursuant to the Issuer's 2018 Long Term Incentive Plan and no consideration was paid by the recipient for the restricted shares.
- Exempt issuance of options under Rule 16(b)-3 pursuant to the Issuer's 2018 Long Term Incentive Plan
- The options vest in three equal annual installments beginning on January 17, 2023.
- The options were granted pursuant to the Issuer's 2018 Long Term Incentive Plan, for which no consideration was paid by the recipient.
- On January 28, 2021, the recipient was granted 113,276 options which will vest in three equal annual installments beginning on January 28, 2022.
- On January 5, 2021 the recipient was granted 750,000 cash-settled stock appreciation rights. 255,000 cash-settled stock appreciation rights are fully vested and currently exercisable, 247,500 cash-settled stock appreciations rights will vest on January 5, 2023 and 247,500 cash-settled stock appreciation rights

will vest on January 5, 2024.

- (8) On January 30, 2020, the recipient was granted 42,815 cash-settled restricted stock units which will vest on January 30, 2023.
- (9) On January 24, 2020 the recipient was granted 332,005 cash-settled stock appreciation rights. 112,882 cash-settled stock appreciation rights are fully vested and currently exercisable, 109,562 cash-settled stock appreciations rights will vest on January 24, 2022 and 109,561 cash-settled stock appreciation rights will vest on January 24, 2023.
- (10) On January 14, 2019, the recipient was granted 72,959 options which are fully vested and currently exercisable.
- (11) On January 12, 2018, the recipient was granted 33,025 options which are fully vested and currently exercisable.
- (12) On July 31, 2017, the recipient was granted 350,000 options. The options vest and become exercisable based on a trailing 90-consecutive calendar day average closing price of one share of the Issuer's common stock (the "Stock Price") in the following proportions, provided the option holder remains continuously employed by the Issuer until the applicable vesting date: 34% of the shares subject to the option vest on the date the Stock Price is equal to or greater than \$5.00 per share above the exercise price, an additional 33% of the shares subject to the option vest on the date the Stock Price is equal to or greater than \$10.00 per share above the exercise price and the final 33% of the shares subject to the option vest on the date the Stock Price is equal to or greater than \$15.00 per share above the exercise price.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Meyer James R 125 SOUTH WACKER DRIVE SUITE 1500 CHICAGO, IL 60606	X		President and CEO	

Signatures

/s/ Emily Vargas, as attorney in fact

1/19/2022

**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.

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