

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a)
of the Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant ☒

Filed by a Party other than the Registrant ☐

Check the appropriate box:

☐ Preliminary Proxy Statement

☐ Definitive Proxy Statement

☒ Definitive Additional Materials

☐ Soliciting Material Pursuant to §240.14a-12

☐ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Sypris Solutions, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

☒ No fee required.

☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

☐ Fee paid previously with preliminary materials.

☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:



To Our Stockholders:

This letter supplements our Proxy Statement dated March 25, 2005.

On March 21, 2005, we issued a Press Release and filed a report on Form 8-K with the Securities and Exchange Commission to announce that Robert B. Sanders, recently named as Group Vice President for our Electronics Group, has also been named President of Sypris Electronics. Mr. Sanders will replace James G. Cocke, who previously served in that role and who has resigned.

Mr. Sanders, age 47, previously served as General Manager and Site Executive for the Defense & Space Electronics Systems division of Honeywell since 2000. While at Honeywell, he was responsible for the successful introduction of new products for use in bomber, fighter and helicopter programs with the Boeing Company, Northrop Grumman and Lockheed Martin. From 1997 to 2000, Mr. Sanders served as Deputy Director Product Development for ITT Industries, a diversified engineering and manufacturing company with expertise in defense electronics and services. Mr. Sanders holds a Bachelor of Arts Degree in Management/Aeronautics from Dowling College and is a former Naval Aviator with the United States Marine Corps, where he served in various missions including in support of Desert Shield and Desert Storm.

John R. McGeeney
General Counsel and Secretary

March 25, 2005