



DIVISION OF
CORPORATION FINANCE

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

January 10, 2013

Via E-Mail

Mr. Braden N. Waverley
Chief Financial Officer
Federal Signal Corporation
1415 West 22nd Street
Oak Brook, Illinois 60523

**Re: Federal Signal Corporation
Form 10-K for the Year Ended December 31, 2011
Filed March 14, 2012
Form 10-Q for the Quarter Ended June 30, 2012
Filed August 3, 2012
Form 8-K Dated September 4, 2012
Filed September 7, 2012
File No. 001-06003**

Dear Mr. Waverley:

We have completed our review of your filings. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filings and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings to be certain that the filings include the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Linda Cvrkel

Linda Cvrkel
Branch Chief