Ott Larry Form 4 March 28, 2018

# FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations

may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \* Ott Larry

(Last) (First) (Middle)

39550 ORCHARD HILL PLACE

(Street)

03/27/2018

4. If Amendment, Date Original

2. Issuer Name and Ticker or Trading Symbol

Cooper-Standard Holdings Inc.

[CPS] 3. Date of Earliest Transaction

(Month/Day/Year)

Filed(Month/Day/Year)

**OMB APPROVAL** 

**OMB** Number:

3235-0287

2005

January 31, Expires:

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner X\_ Officer (give title Other (specify

below) below) See remarks

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

N	O	۷I,	MI	483	75
---	---	-----	----	-----	----

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y 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. Securi or(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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)
Common stock	03/27/2018		M	6,100	A	\$ 66.23	22,327	D	
Common stock	03/27/2018		F	4,526	D	\$ 122.14	17,801	D	
Common stock	03/27/2018		M	7,100	A	\$ 56.27	24,901	D	
Common stock	03/27/2018		F	4,941	D	\$ 122.14	19,960	D	
Common stock	03/27/2018		M	3,667	A	\$ 68.5	23,627	D	

#### Edgar Filing: Ott Larry - Form 4

Common stock	03/27/2018	F	2,759	D	\$ 122.14	20,868	D
Common stock	03/27/2018	M	1,222	A	\$ 107.48	22,090	D
Common stock	03/27/2018	F	1,140	D	\$ 122.14	20,950	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

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. Transactic Code (Instr. 8)	5. Number proof 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee stock options (right to buy) (1)	\$ 66.23	03/27/2018		M	6,100	(2)	03/20/2024	Common stock	6,100
Employee stock options (right to buy) (3)	\$ 56.27	03/27/2018		M	7,100	<u>(2)</u>	02/19/2025	Common stock	7,100
Employee stock options (right to buy) (4)	\$ 68.5	03/27/2018		M	3,667	(2)	02/18/2026	Common stock	3,667
Employee stock options (right to	\$ 107.48	03/27/2018		M	1,222	(2)	02/13/2027	Common stock	1,222

buy) (5)

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ott Larry

39550 ORCHARD HILL PLACE See remarks

**NOVI, MI 48375** 

# **Signatures**

/s/ Joanna M. Totsky, on behalf of Larry Ott under power of attorney

03/28/2018

\*\*Signature of Reporting Person

Date

#### **Explanation of Responses:**

- \* 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).
- (1) These are time-restricted employee stock options with the right to buy, granted to the reporting person on March 20, 2014, under the Cooper-Standard Holdings Inc. 2011 Omnibus Incentive Plan, as amended and restated.
- (2) Subject to the reporting person's continued employment with the company or its affiliate, one third of the options shall vest on each of the first three anniversaries of the grant date.
- (3) These are time-restricted employee stock options with the right to buy, granted to the reporting person on February 19, 2015, under the Cooper-Standard Holdings Inc. 2011 Omnibus Incentive Plan, as amended and restated.
- (4) These are time-restricted employee stock options with the right to buy, granted to the reporting person on February 18, 2016, under the Cooper-Standard Holdings Inc. 2011 Omnibus Incentive Plan, as amended and restated.
- (5) These are time-restricted employee stock options with the right to buy, granted to the reporting person on February 13, 2017, under the Cooper-Standard Holdings Inc. 2011 Omnibus Incentive Plan, as amended and restated.

#### **Remarks:**

Senior Vice President and Chief Human Resources Officer

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3