

TRIMAS CORP  
Form 4  
September 08, 2015

**FORM 4**

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

OMB APPROVAL

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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 \*  
Wathen David M

(Last) (First) (Middle)  
39400 WOODWARD AVENUE, SUITE 130  
(Street)

BLOOMFIELD HILLS 48304

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
TRIMAS CORP [TRS]

3. Date of Earliest Transaction (Month/Day/Year)  
09/04/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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. 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 Ownership (Instr. 4)
				(A) or (D) Code V	Amount		Price
Common Stock					525,239 <sup>(1)</sup>	D <sup>(2)</sup>	
Common Stock	09/04/2015		M		3,150	A	\$ 0 <sup>(3)</sup>
Common Stock	09/04/2015		F		1,456	D	\$ 17.52
					526,933	D <sup>(2)</sup>	

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

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SEC 1474 (9-02)

number.

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities (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
Restricted Stock Units	\$ 0 <sup>(3)</sup>	09/04/2015		M	3,150	<sup>(4)</sup> 09/30/2013 <sup>(5)</sup>	Common Stock 3,150

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wathen David M 39400 WOODWARD AVENUE SUITE 130 BLOOMFIELD HILLS 48304	X		President and CEO	

**Signatures**

/s/ Joshua A. Sherbin  
attorney-in-fact  
Date: 09/08/2015

           \*\*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) Includes shares of Issuer common stock underlying restricted stock units. In connection with the spin-off of Horizon Global Corporation by the Issuer on June 30, 2015 such equity awards were adjusted to generally preserve the value of the original award as of June 30, 2015. Such amount of shares is estimated as of June 30, 2015 based on preliminary information regarding the spin-off. Final amounts, if different, will be reported in a subsequent filing.
- (2) By David M. Wathen and Laurene A. Wathen JTWROS
- (3) Each restricted stock unit represents a contingent right to receive the Fair Market Value of one share of common stock, payable only in shares of common stock.
- (4) The third of three installments for restricted stock units granted pursuant to the Restricted Stock Unit Agreement dated February 24, 2011 ("Agreement") and the 2006 Long Term Equity Incentive Plan, vested on September 5, 2015 in satisfaction of the trading threshold as outlined in Section II.A.1(c) of the Agreement.

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(5) Subject to graduated vesting as described in footnote (4) above and Section II.A.1 of the Agreement

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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