

Lee Song Min
Form 4
August 06, 2018

FORM 4

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

OMB APPROVAL

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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, 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 *
Lee Song Min

2. Issuer Name and Ticker or Trading Symbol
Cooper-Standard Holdings Inc.
[CPS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
7983 MATERA CT.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/02/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr VP & Pres., Asia Pacific

BRADENTON, FL 34202

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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. 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common stock | 08/02/2018 | | S | | 7,000 D \$ 140 | 10,489 | D |
| Common stock | 08/02/2018 | | M | | 4,167 A \$ 56.27 | 14,656 | D |
| Common stock | 08/02/2018 | | F | | 2,562 D \$ 144.83 | 12,094 | D |
| Common stock | 08/02/2018 | | M | | 3,234 A \$ 68.5 | 15,328 | D |
| Common stock | 08/02/2018 | | F | | 2,161 D \$ 144.83 | 13,167 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|-----------|--------|---|
| Common stock | 08/02/2018 | M | 2,062 | A | \$ 107.48 | 15,229 | D |
| Common stock | 08/02/2018 | F | 1,727 | D | \$ 144.83 | 13,502 | D |
| Common stock | 08/03/2018 | S | 3,013 | D | \$ 144 | 10,489 | D |

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

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(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. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee stock options (right to buy) ⁽¹⁾ | \$ 56.27 | 08/02/2018 | | M | 4,167 | ⁽²⁾ 02/19/2025 | Common stock | 4,167 | |
| Employee stock options (right to buy) ⁽³⁾ | \$ 68.5 | 08/02/2018 | | M | 3,234 | ⁽²⁾ 02/18/2026 | Common stock | 3,234 | |
| Employee stock options (right to buy) ⁽⁴⁾ | \$ 107.48 | 08/02/2018 | | M | 2,062 | ⁽²⁾ 02/13/2027 | Common stock | 2,062 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Lee Song Min
7983 MATERA CT.
BRADENTON, FL 34202

Sr VP & Pres., Asia Pacific

Signatures

/s/ Joanna M. Totsky, on behalf of Song Min Lee under power of attorney

08/06/2018

__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 (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.
- (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 (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.
- (4) These are time-restricted employee stock options (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.

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.