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MOTORCAR PARTS AMERICA INC

Form 4

March 04, 2014

FORM 4

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

OMB

Check this box if no longer subject to Section 16.

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

3235-0287 Number: January 31, Expires: 2005

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per response... 0.5

Estimated average

See Instruction

1(b).

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 * **MARKS MEL**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

MOTORCAR PARTS AMERICA INC [MPAA]

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year) 03/03/2014

_X__ Director 10% Owner Officer (give title _ Other (specify

C/O MOTORCAR PARTS OF AMERICA, 2929 CALIFORNIA STREET

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

TORRANCE, CA 90503

(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)	Saction Date 2A. Deemed 3. (Day/Year) Execution Date, if Trar any Cod (Month/Day/Year) (Inst				quired of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common	03/03/2014		Code V	Amount 3,073	or (D)	Price \$ 24.48	(Instr. 3 and 4) 287,833	I (2)	By Limited		
Stock	03/03/2011		S	2,072	2	(1) \$	207,000	-	Partnership By Limited		
Stock	03/04/2014		S	20,000	D	24.66 (3)	267,833	I (2)	Partnership		
Common Stock							26,090	D			

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Da	ate	Amoun	it of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Owne
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manust		
									Amount		
						Date	Expiration Date		or N		
						Exercisable		Title Number			
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MARKS MEL C/O MOTORCAR PARTS OF AMERICA 2929 CALIFORNIA STREET TORRANCE, CA 90503

X

Signatures

/s/ Mel Marks 03/04/2014

**Signature of 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).

These shares were sold pursuant to a Rule 10b-5 trading plan. The price reported in Column 4 of Table I is a weighted average price. These shares were sold in multiple prices ranging from \$24.46 to \$24.51, inclusive. The reporting person undertakes to provide to

- (1) Motorcar Parts of America, Inc., any security holder of Motorcar Parts of America, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote
- (2) The general partner of the Limited Partnership is a corporation wholly-owned by the reporting person.
- (3) These shares were sold pursuant to a Rule 10b-5 trading plan. The price reported in Column 4 of Table I is a weighted average price. These shares were sold in multiple prices ranging from \$24.30 to \$25.02, inclusive. The reporting person undertakes to provide to Motorcar Parts of America, Inc., or the staff of the Securities and Exchange

Reporting Owners 2

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Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

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.