

Couch Christopher
Form 3
January 02, 2019

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *

Â Couch Christopher
(Last) (First) (Middle)

39550 ORCHARD HILL
PLACE

(Street)

NOVI,Â MIÂ 48375

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
01/01/2019

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

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Sr. VP, Innovation

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative
Security
(Instr. 4)

2. Date Exercisable and Expiration
Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Date Exercisable Expiration Date

Title Amount or
Number of
Shares

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)

6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

(Instr. 5)

Employee stock options (right to buy) <u>(1)</u>	Â <u>(2)</u>	07/11/2026	Common stock	2,700	\$ 81.45	D	Â
Employee stock options (right to buy) <u>(3)</u>	Â <u>(2)</u>	02/13/2027	Common stock	1,897	\$ 107.48	D	Â
Employee stock options (right to buy) <u>(4)</u>	Â <u>(2)</u>	02/13/2028	Common stock	1,581	\$ 112.71	D	Â
Restricted Stock Units <u>(5)</u>	07/11/2019 <u>(6)</u>	07/11/2019 <u>(6)</u>	Common stock	500	\$ <u>(7)</u>	D	Â
Restricted Stock Units <u>(8)</u>	02/13/2020 <u>(6)</u>	02/13/2020 <u>(6)</u>	Common stock	394	\$ <u>(7)</u>	D	Â
Restricted Stock Units <u>(9)</u>	02/13/2021 <u>(6)</u>	02/13/2021 <u>(6)</u>	Common stock	335	\$ <u>(7)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Couch Christopher 39550 ORCHARD HILL PLACE NOVI, MI 48375	Â	Â	Â Sr. VP, Innovation	Â

Signatures

/s/ Denise Balog, on behalf of Christopher Couch under Power of Attorney

01/02/2019

 **Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 July 11, 2016, 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 13, 2017, 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, 2018, under the Cooper-Standard Holdings Inc. 2017 Omnibus Incentive Plan.
- (5) These are restricted stock units (RSU's) granted to the reporting person on July 11, 2016, under the Cooper-Standard Holdings Inc. 2011 Omnibus Incentive Plan, as amended and restated.
- (6) Subject to the reporting person's continued employment with the company or its affiliate, these RSU's shall vest and no longer be subject to forfeiture on the third anniversary date of the grant.

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- The company, in its sole discretion, settles such RSU's by electing either to (i) make an appropriate book entry in the reporting person's name for a number of shares equal to the number of RSU's that have vested or (ii) deliver an amount of cash equal to the fair market value, determined as of the vesting date, of a number of shares equal to the number of RSU's that have vested.
- (7) name for a number of shares equal to the number of RSU's that have vested or (ii) deliver an amount of cash equal to the fair market value, determined as of the vesting date, of a number of shares equal to the number of RSU's that have vested.
 - (8) These are restricted stock units (RSU's) granted to the reporting person on February 13, 2017, under the Cooper-Standard Holdings Inc. 2011 Omnibus Incentive Plan, as amended and restated
 - (9) These are restricted stock units (RSU's) granted to the reporting person on February 13, 2018, under the Cooper-Standard Holdings Inc. 2017 Omnibus Incentive Plan.

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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