

Cooper-Standard Holdings Inc.  
Form 3  
February 01, 2016

**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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â WENZL SHARON		(Month/Day/Year)	Cooper-Standard Holdings Inc. [CPS]	
(Last)	(First)	(Middle)	01/21/2016	
39550 ORCHARD HILL PLACE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NOVI, Â MIÂ 48375			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			See Remarks	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> 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)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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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)	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)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

(Instr. 5)

Restricted Stock Units <sup>(1)</sup>	02/15/2016	02/15/2016	Common stock	600	\$ 0	D	Â
Restricted Stock Options (option to buy)	02/15/2016	02/15/2023	Common stock	2,300	\$ 38.74	D	Â
Restricted Stock Units <sup>(2)</sup>	03/20/2017	03/20/2017	Common stock	400	\$ 0	D	Â
Restricted Stock Options (option to buy)	Â <sup>(3)</sup>	03/20/2024	Common stock	2,100	\$ 66.23	D	Â
Restricted Stock Units <sup>(4)</sup>	02/19/2018	02/19/2018	Common stock	500	\$ 0	D	Â
Restricted Stock Options (option to buy)	Â <sup>(5)</sup>	02/19/2025	Common stock	2,400	\$ 56.27	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WENZL SHARON 39550 ORCHARD HILL PLACE NOVI, MI 48375	Â	Â	Â See Remarks	Â

## Signatures

Sharon Wenzl 02/01/2016

     \*\*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) Represents 600 time-restricted stock units (RSU) granted to the reporting person February 15, 2013. Each RSU represents a contingent right to receive, at the Company's option, either one share of common stock or the cash equivalent upon satisfaction of the vesting considerations. These RSU's will vest, assuming continued employment, on February 15, 2016.
- (2) Represents 400 time-restricted stock units (RSU) granted to the reporting person on March 20, 2014. Each RSU represents a contingent right to receive, at the Company's option, either one share of common stock or the cash equivalent upon satisfaction of the vesting considerations. These RSU's will vest, assuming continued employment, on March 20, 2017.
- (3) Represents 2,100 time-restricted options to buy common stock granted to the reporting person on March 20, 2014. Of those, 700 options vested on March 20, 2015; an additional 700 options will vest, assuming continued employment on March 20, 2016, and the remaining 700 options will vest, assuming continued employment, on March 20, 2017.
- (4) Represents 500 time-restricted stock units (RSU) granted to the reporting person on February 19, 2015. Each RSU represents a contingent right to receive, at the Company's option, either one share of common stock or the cash equivalent upon satisfaction of the vesting considerations. These RSU's will vest, assuming continued employment, on February 15, 2018.
- (5) Represents 2,400 time-restricted stock options to buy common stock granted to the reporting person on February 19, 2015. These options will vest, assuming continued employment, in three equal installments on February 19, 2016, February 19, 2017, and February 19, 2018.

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### Remarks:

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Senior Vice President, Communications and Community Affairs

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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