

TRIMAS CORP
Form 4
June 18, 2013

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Tredwell Daniel P

(Last) (First) (Middle)

177 BROAD STREET, 10TH
FLOOR

(Street)

STAMFORD, CT 06901

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

TRIMAS CORP [TRS]

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

06/14/2013

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)

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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/14/2013		J		20,173 <u>(1)</u>	D	\$ 32.66	2,144,970	I	See Footnote <u>(2)</u>
Common Stock	06/14/2013		J		20,173 <u>(1)</u>	A	\$ 32.66	2,144,970	I	See Footnote <u>(2)</u>
Common Stock								3,448	D	

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

**Persons who respond to the collection of
information contained in this form are not**

SEC 1474
(9-02)

**required to respond unless the form
displays a currently valid OMB control
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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Tredwell Daniel P 177 BROAD STREET 10TH FLOOR STAMFORD, CT 06901	X

Signatures

/s/ Paula Reno
attorney-in-fact 06/18/2013

__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).

On June 14, 2013, TriMas Investment Fund I, L.L.C. ("TIF I") purchased 16,152 and 4,021 shares of common stock of the Issuer ("Common Stock") from HIP Side-by-Side Partners, L.P. ("Side-by-Side") and TriMas Investment Fund II, L.L.C. ("TIF II"), respectively.

TIF I directly owns 1,131,513 shares of Common Stock; Metaldyne Investment Fund I, L.L.C. ("MIF I") directly owns 847,033 shares of Common Stock; Side-by-Side directly owns 133,247 shares of Common Stock; TIF II directly owns 20,738 shares of Common Stock; and Metaldyne Investment Fund II, L.L.C. ("MIF II") directly owns 12,439 shares of Common Stock. The Reporting Person is the

(2) Managing Member of Heartland Industrial Associates, L.L.C. ("Heartland"), which is the General Partner of Heartland Industrial Partners, L.P., which is TIF I's and MIF I's Managing Member. Heartland is the managing member of TIF II and MIF II, and is the General Partner of Side-by-Side. The Reporting Person disclaims beneficial ownership (as defined in Rule 16a-1(a)(2)) of these securities except to the extent of his pecuniary interest therein.

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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