

Cooper-Standard Holdings Inc.
 Form 3
 August 21, 2013

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 and Ticker or Trading Symbol | |
| Â Ott Larry | | (Month/Day/Year) | Cooper-Standard Holdings Inc. [COSH] | |
| (Last) | (First) | (Middle) | 08/14/2013 | |
| 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 | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | VP Global HR | |

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) |
|---------------------------------|---|--|---|
| Common stock ⁽⁴⁾ | 2,635 ⁽⁴⁾ | D | Â |

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) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Title | | | |

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| | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|---------------------------------------|--------------------------------------|---|----------------------------|
| Stock Options ⁽¹⁾ | 02/15/2016 02/15/2023 | Common Stock 6,000 \$ 52.25 | D Â |
| Restricted Stock Units ⁽²⁾ | 02/15/2016 ⁽²⁾ 02/15/2016 | Common Stock 1,600 \$ ⁽²⁾ | D Â |
| Restricted Stock Units ⁽³⁾ | Â ⁽³⁾ Â ⁽³⁾ | Common Stock 8,000 ⁽⁴⁾ \$ ⁽³⁾ | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ott Larry 39550 ORCHARD HILL PLACE NOVI, MI 48375 | Â | Â | Â VP Global HR | Â |

Signatures

/s/ Larry E. Ott 08/16/2013
 **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-based options that will vest, assuming continued employment, on February 15, 2016.
 These are time-based restricted stock units (RSU) that will vest, assuming continued employment, on February 15, 2016. Each RSU
- (2) 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.
 Represents 12,000 time-based restricted stock units (RSU) granted to the reporting person. 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.
- (3) These RSU's will vest, assuming continued employment, in three equal installments on August 14, 2013, August 14, 2014, and August 14, 2015.
- (4) Out of the 12,000 RSU's granted on 8/14/13, 4,000 vested immediately and were converted into 4,000 shares of common stock; out of those shares, 1,365 were withheld by the issuer for payment of the reporting person's tax liability.

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.