

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>PUMPHREY WILLIAM</u> _____ (Last) (First) (Middle) <u>39550 ORCHARD HILL PLACE</u> _____ (Street) <u>NOVI MI 48375</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Cooper-Standard Holdings Inc. [CPS]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr VP & President, NA</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/07/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	06/07/2018		M ⁽¹⁾		8,700	A	\$43.5	27,963	D	
Common stock	06/07/2018		F		5,366	D	\$135.75	22,597	D	
Common stock	06/07/2018		M ⁽¹⁾		10,900	A	\$45	33,497	D	
Common stock	06/07/2018		F		6,791	D	\$135.75	26,706	D	
Common stock	06/08/2018		S ⁽¹⁾		7,443	D	\$134.84	19,263	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options ⁽²⁾	\$43.5	06/07/2018		M			8,700	08/16/2014	08/16/2021	Common stock	8,700	\$0	0	D	
Stock Options ⁽³⁾	\$45	06/07/2018		M			10,900	03/09/2015	03/09/2022	Common stock	10,900	\$0	0	D	

Explanation of Responses:

- Exercise of options and sale of underlying shares were pursuant to a pre-established 10b5-1 trading plan adopted by the Reporting Person.
- These are time-based employee stock options (right-to-buy) that vested on August 16, 2014.
- These are time-based employee stock options (right-to-buy) that vested on on March 9, 2015.

Remarks:

/s/ Joanna M. Totsky, on behalf of David William Pumphrey, Jr. under power of attorney 06/11/2018

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

I, David William Pumphrey, Jr., hereby appoint Aleksandra A. Miziolek, Joanna M. Totsky and Denise Balog as alternate attorneys-in-fact, each having the full and lawful authority, individually, to execute and file in my name
IN WITNESS WHEREOF, the undersigned has duly executed this instrument as of the 16th day of March, 2018.

/s/ David William Pumphrey, Jr.
David William Pumphrey, Jr.

STATE OF MICHIGAN)
) ss
COUNTY OF OAKLAND)

On this March 16, 2018, before me, a Notary Public in and for said county, personally appeared David William Pumphrey, Jr. to me known, who, being by me duly sworn, executed the attached Power of Attorney in my presence, ac

/s/ Christine J. Shirkey
Christine J. Shirkey, Notary Public