

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Totsky Joanna M.</u>  (Last) (First) (Middle) 39550 ORCHARD HILL PLACE  (Street) NOVI MI 48375  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/01/2019	3. Issuer Name and Ticker or Trading Symbol <u>Cooper-Standard Holdings Inc. [ CPS ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) See Remarks	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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)
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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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Restricted Stock Units <sup>(1)</sup>	(2)	(2)	Common stock 870	(3)	D	
Restricted Stock Units <sup>(4)</sup>	(2)	(2)	Common stock 287	(3)	D	
Restricted Stock Units <sup>(5)</sup>	(2)	(2)	Common stock 274	(3)	D	
Restricted Stock Units <sup>(6)</sup>	(2)	(2)	Common stock 675	(3)	D	
Employee stock options (right to buy) <sup>(7)</sup>	(8)	02/13/2027	Common stock 923	107.48	D	
Employee stock options (right to buy) <sup>(9)</sup>	(8)	02/13/2028	Common stock 1,293	112.71	D	
Employee stock options (right to buy) <sup>(10)</sup>	(8)	02/14/2029	Common stock 2,980	74.15	D	

**Explanation of Responses:**

- These are time-based restricted stock units (RSUs) granted to the reporting person on October 31, 2016, under Cooper-Standard Holdings Inc. 2011 Omnibus Incentive Plan, as amended and restated.
- 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.
- 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.
- These are time-based restricted stock units (RSUs) granted to the reporting person on February 13, 2017, under Cooper-Standard Holdings Inc. 2011 Omnibus Incentive Plan, as amended and restated.
- These are time-based restricted stock units (RSUs) granted to the reporting person on February 13, 2018, under Cooper-Standard Holdings Inc. 2017 Omnibus Incentive Plan.
- These are time-based restricted stock units (RSUs) granted to the reporting person on February 14, 2019, under Cooper-Standard Holdings Inc. 2017 Omnibus Incentive Plan.
- These are time-restricted employee stock options with the 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.
- 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.
- These are time-restricted employee stock options with the right to buy, granted to the reporting person on February 13, 2018, under the Cooper-Standard Holdings Inc. 2017 Omnibus Incentive Plan.
- These are time-restricted employee stock options with the right to buy, granted to the reporting person on February 14, 2019, under the Cooper-Standard Holdings Inc. 2017 Omnibus Incentive Plan.

**Remarks:**

Senior Vice President, Chief Legal Officer and Secretary

/s/ Joanna M. Totsky 07/01/2019

\*\* 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 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).

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, Joanna M. Totsky, hereby appoint Denise Balog as alternate attorney-in-fact, having the full and lawful authority, individually, to execute and file in my name and on my behalf any forms, including amendments, that I am re  
IN WITNESS WHEREOF, the undersigned has duly executed this instrument as of the 24th day of June 2019.

/s/ Joanna M. Totsky  
Joanna M. Totsky

STATE OF MICHIGAN )  
                  ) ss  
COUNTY OF OAKLAND )

On this June 24, 2019, before me, a Notary Public in and for said county, personally appeared Joanna M. Totsky to me known, who, being by me duly sworn, executed the attached Power of Attorney in my presence, acknowledging th

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