



**FOURTH QUARTER 2015
CONFERENCE CALL AND WEBCAST**

February 23, 2016

AGENDA

Introduction

Roger Hendriksen
Director, Investor Relations

Business Overview

Jeff Edwards
Chairman and Chief Executive Officer

Financial Overview

Matt Hardt
Executive VP and Chief Financial Officer

Summary and Outlook

Jeff Edwards

Q & A

FORWARD-LOOKING STATEMENTS

This presentation contains certain “forward-looking statements.” Our use of words such as “anticipate,” “expect,” “suggest,” “plan,” “believe,” “intend,” “estimate,” “target,” “project,” “should,” “could,” “would,” “may,” “will,” “forecast,” or other similar expressions, is intended to identify forward-looking statements that represent our current judgment about possible future events or results. We believe these judgments are reasonable, but these statements are not guarantees of any events or financial results, and our actual results may differ materially due to a variety of important factors. Among other items, such factors may include: prolonged or material contractions in automotive sales and production volumes; escalating pricing pressures; loss of large customers or significant platforms; our ability to successfully compete in the automotive parts industry; availability and increasing volatility in costs of manufactured components and raw materials; disruption in our supply base; risks associated with our non-U.S. operations; foreign currency exchange rate fluctuations; our ability to control the operations of our joint ventures for our sole benefit; our substantial debt; our ability to obtain adequate financing sources in the future; operating and financial restrictions imposed on us under our term loan facility and the ABL facility; the underfunding of our pension plans; significant changes in discount rates and the actual return on pension assets; effectiveness of continuous improvement programs and other cost savings plans; manufacturing facility closings or consolidation; our ability to execute new program launches; our ability to meet customers' needs for new and improved products; the possibility that our acquisition strategy may not be successful; product liability, warranty and recall claims brought against us; environmental, health and safety laws and other laws and regulations; work stoppages or other labor disruptions; the ability of our intellectual property to withstand legal challenges; cyber-attacks or other disruptions in our information technology systems; the possible volatility of our annual effective tax rate; the possibility of future impairment charges to our goodwill and long-lived assets; the concentrated ownership of our stock which may allow a few owners to exert significant control over us; and our dependence on our subsidiaries for cash to satisfy our obligations.

This presentation also contains estimates and other information that is based on industry publications, surveys, and forecasts. This information involves a number of assumptions and limitations, and we have not independently verified the accuracy or completeness of the information.

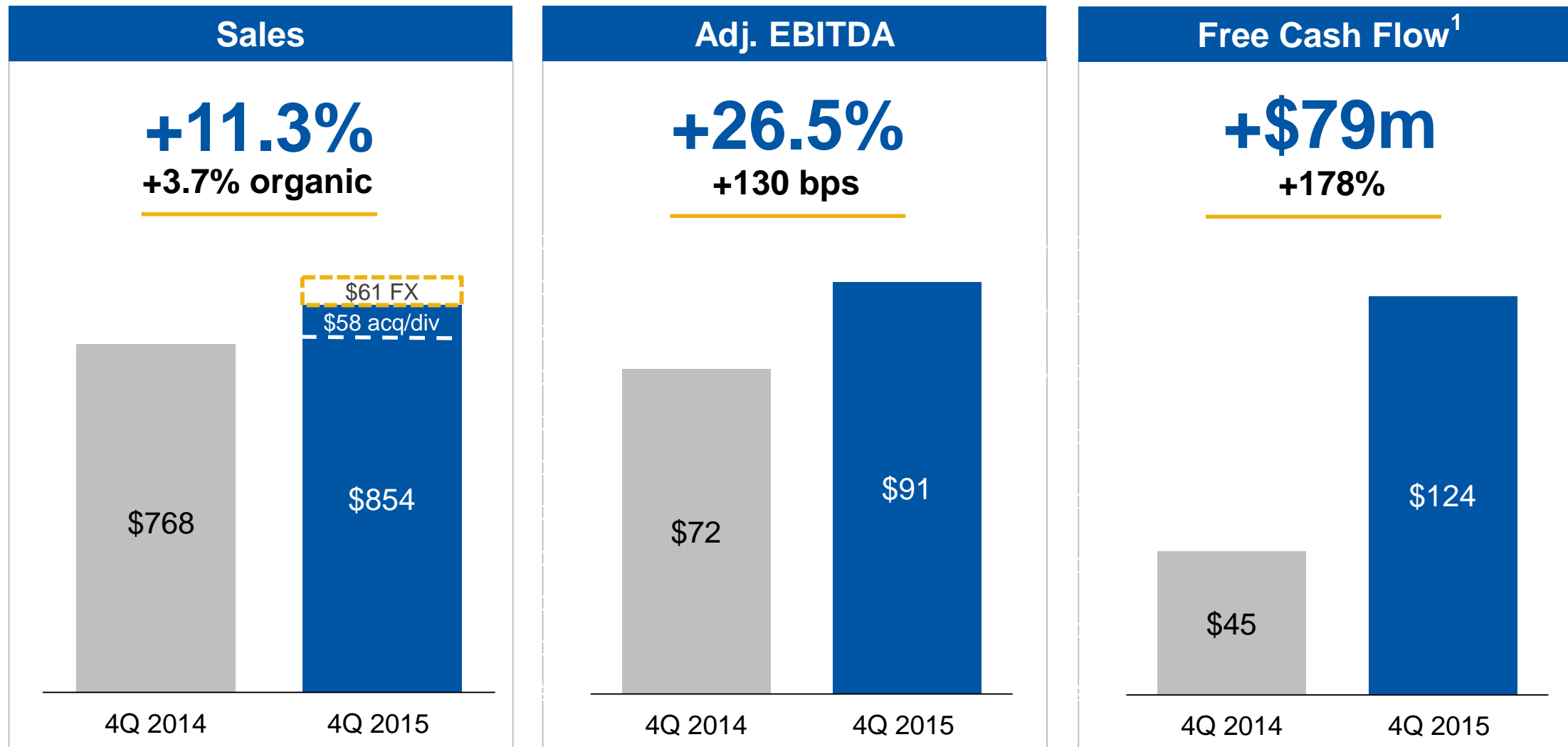
You should not place undue reliance on these forward-looking statements. We undertake no obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by any applicable securities laws.

BUSINESS OVERVIEW

Jeff Edwards, Chairman and CEO

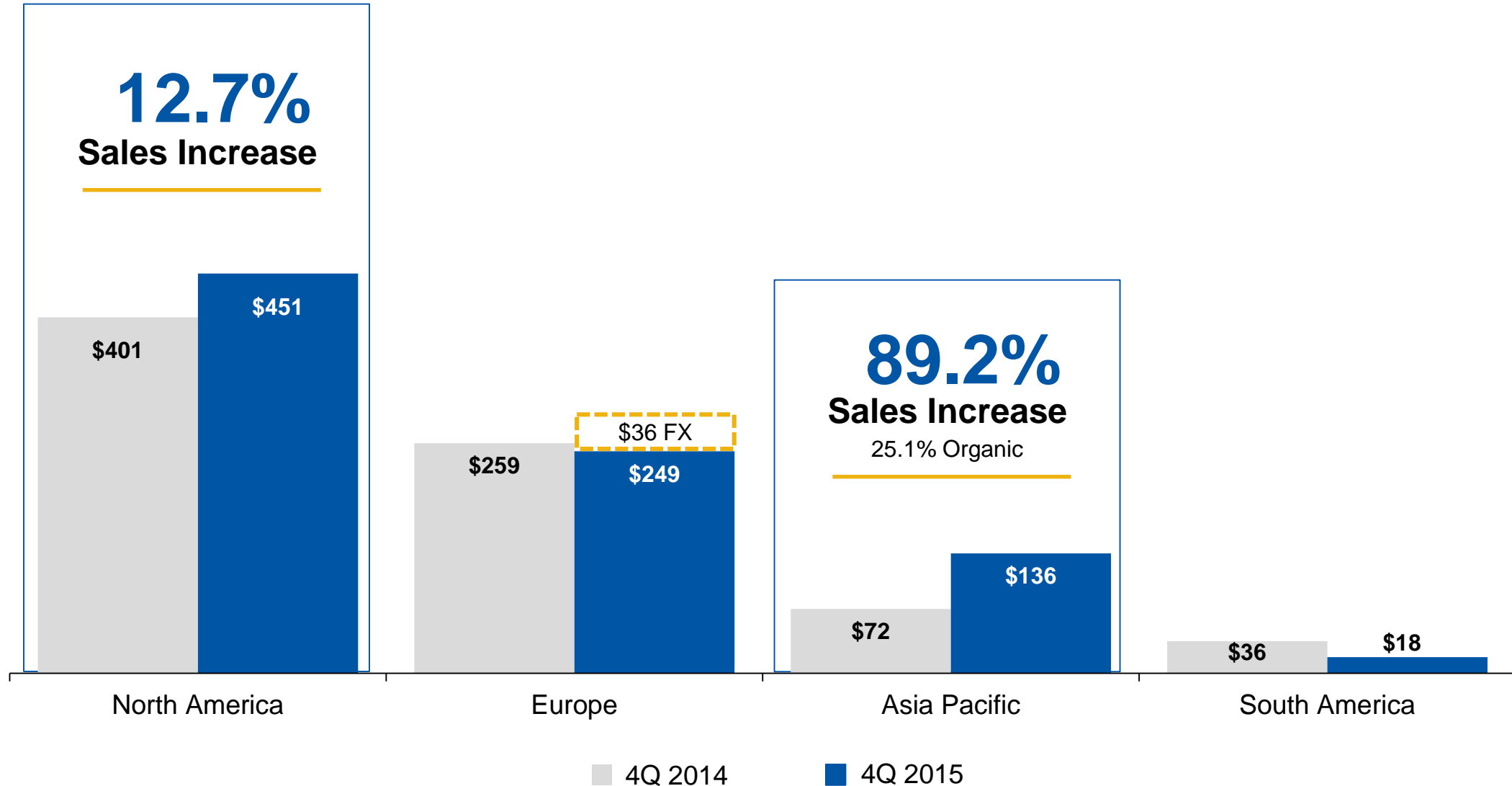
STRONG GROWTH, MARGIN EXPANSION, CASH FLOW

(USD millions)



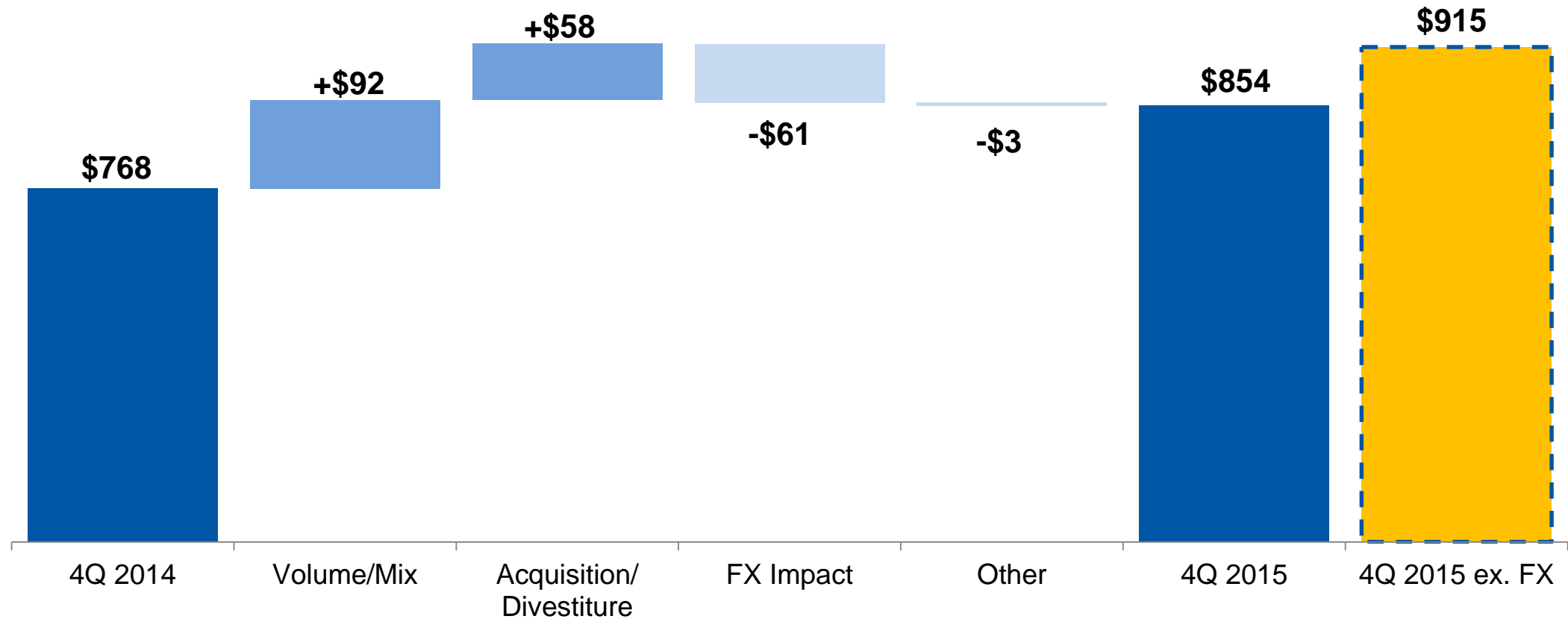
NORTH AMERICA AND ASIA SALES GAINS

(USD millions)



STRONG SALES GROWTH OVERALL

(USD millions)

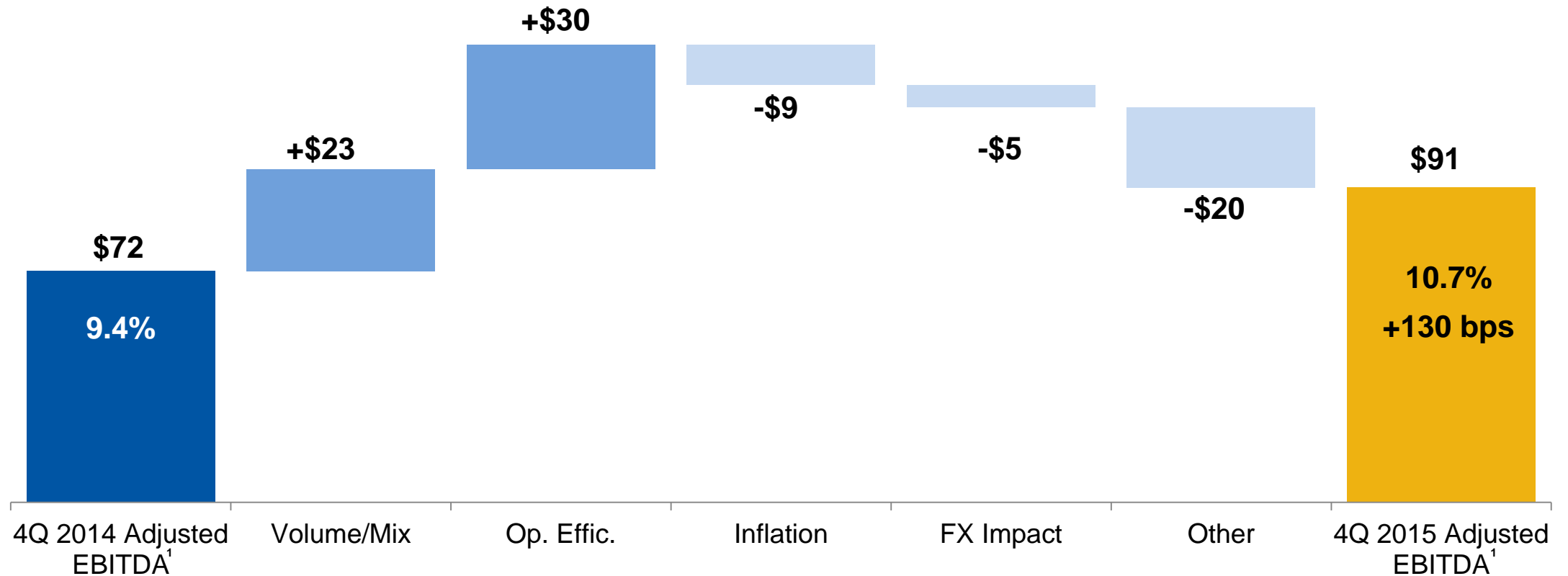


REGIONAL HIGHLIGHTS

North America	Europe	Asia Pacific
<ul style="list-style-type: none">• Achieved \$16 million in operating efficiency• Disciplined launch process• Capacity utilization improved• BBP implementation	<ul style="list-style-type: none">• European turnaround continues• Improved EBITDA margin by 200 bps• Optimized supply chain performance• West to East initiative on schedule	<ul style="list-style-type: none">• Achieving strategic growth objectives• Integration of Shenya operations on track• \$67 million in net new business awards• Launched FTS JV in China

OPERATING EFFICIENCIES DRIVE MARGIN EXPANSION

(USD millions)



FINANCIAL OVERVIEW

Matt Hardt, Executive VP and CFO

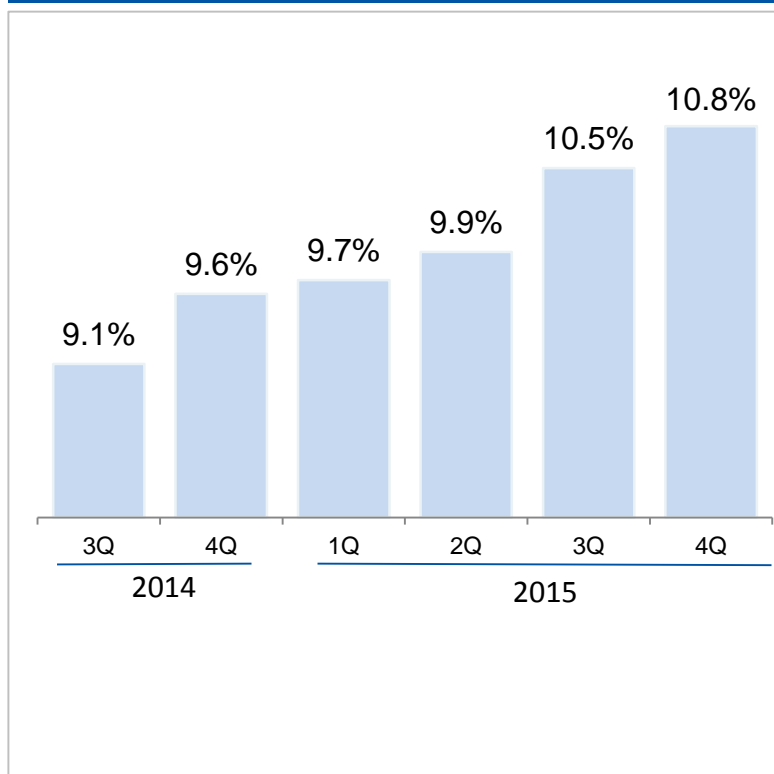
FINANCIAL RESULTS

(USD millions, except per share amounts)

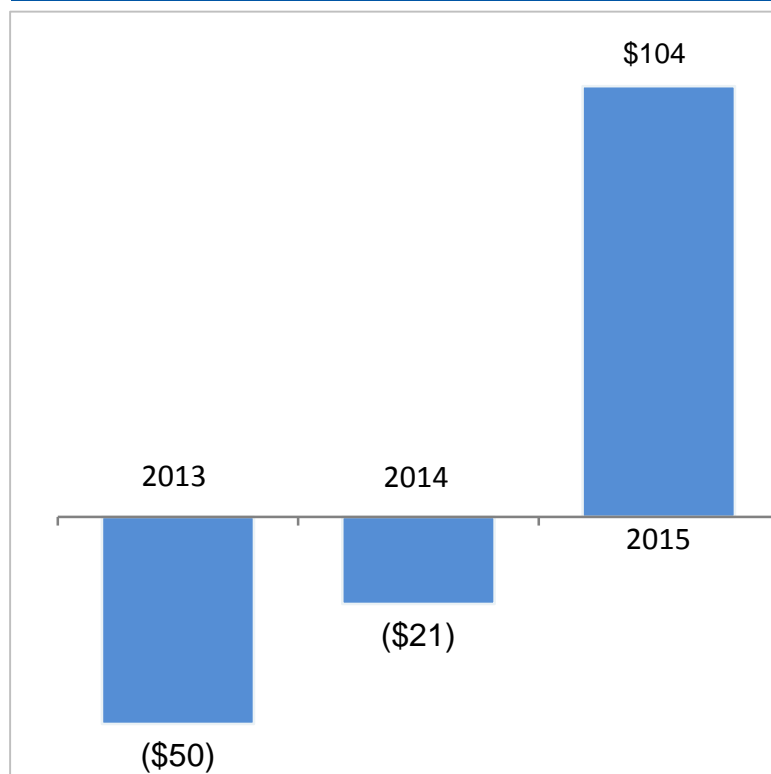
	Quarter Ended		Year Ended	
	Dec. 31, 2015	Dec. 31, 2014	Dec. 31, 2015	Dec. 31, 2014
Sales	\$854.4	\$767.9	\$3,342.8	\$3,244.0
Gross Profit	\$153.8	\$117.8	\$587.1	\$509.4
<i>% Margin</i>	<i>18.0%</i>	<i>15.3%</i>	<i>17.6%</i>	<i>15.7%</i>
Adjusted EBITDA ¹	\$91.3	\$72.2	\$362.4	\$311.5
<i>% Margin</i>	<i>10.7%</i>	<i>9.4%</i>	<i>10.8%</i>	<i>9.6%</i>
Net Income	\$21.7	(\$12.8)	\$111.9	\$42.8
<i>EPS (Fully diluted)</i>	<i>\$1.16</i>	<i>(\$0.79)</i>	<i>\$6.08</i>	<i>\$2.39</i>
Adjusted Net Income ¹	\$56.2	\$15.3	\$168.7	\$86.0
<i>Adjusted EPS (Fully diluted)</i>	<i>\$3.01</i>	<i>\$0.88</i>	<i>\$9.16</i>	<i>\$4.81</i>
CAPEX	\$36.6	\$37.8	\$166.3	\$192.1
<i>% of Sales</i>	<i>4.3%</i>	<i>4.9%</i>	<i>5.0%</i>	<i>5.9%</i>

STRONG CASH FLOW MOMENTUM

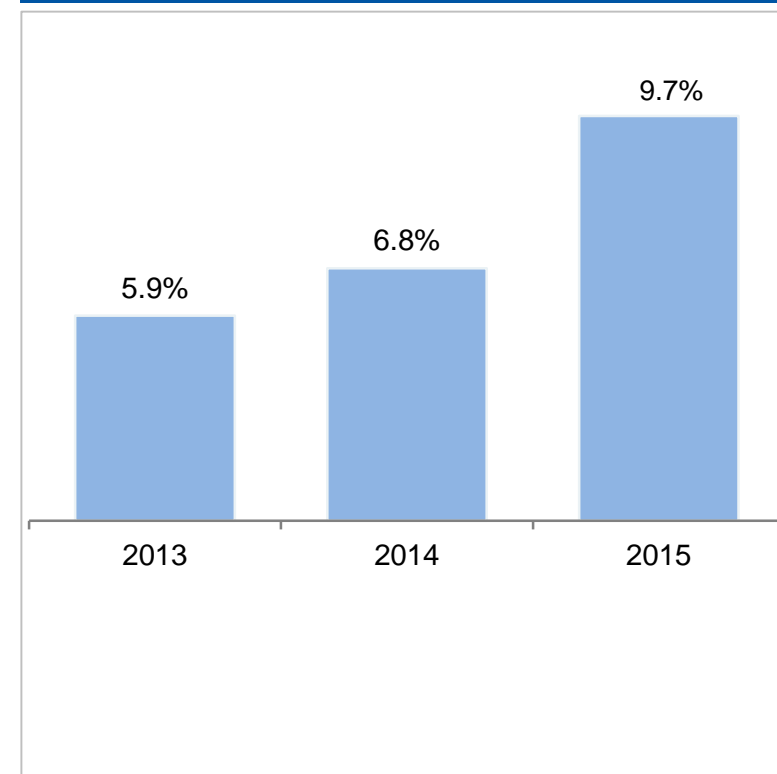
TTM Adjusted EBITDA Margin



Free Cash Flow¹ (USD millions)



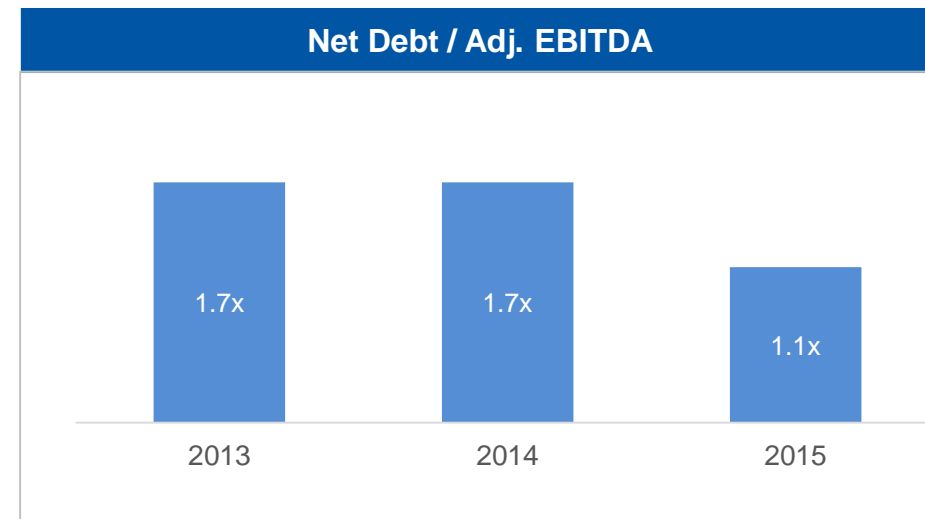
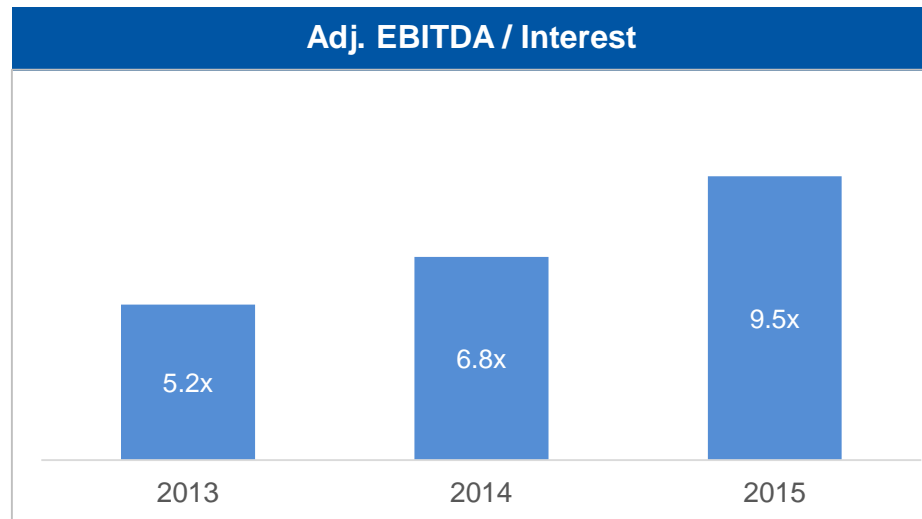
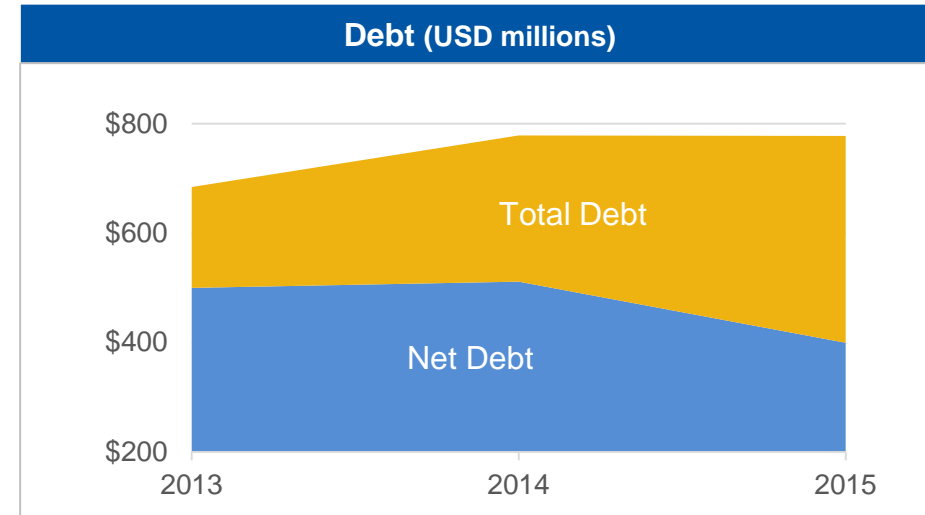
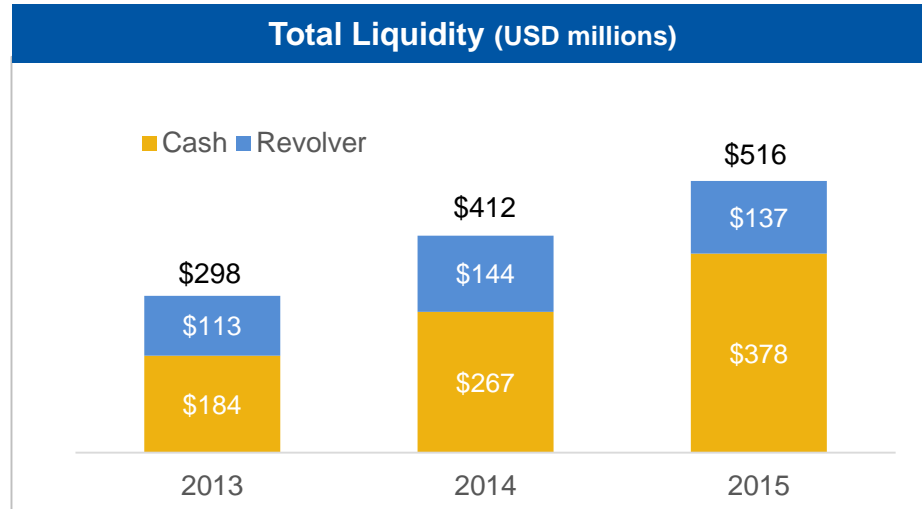
ROIC²



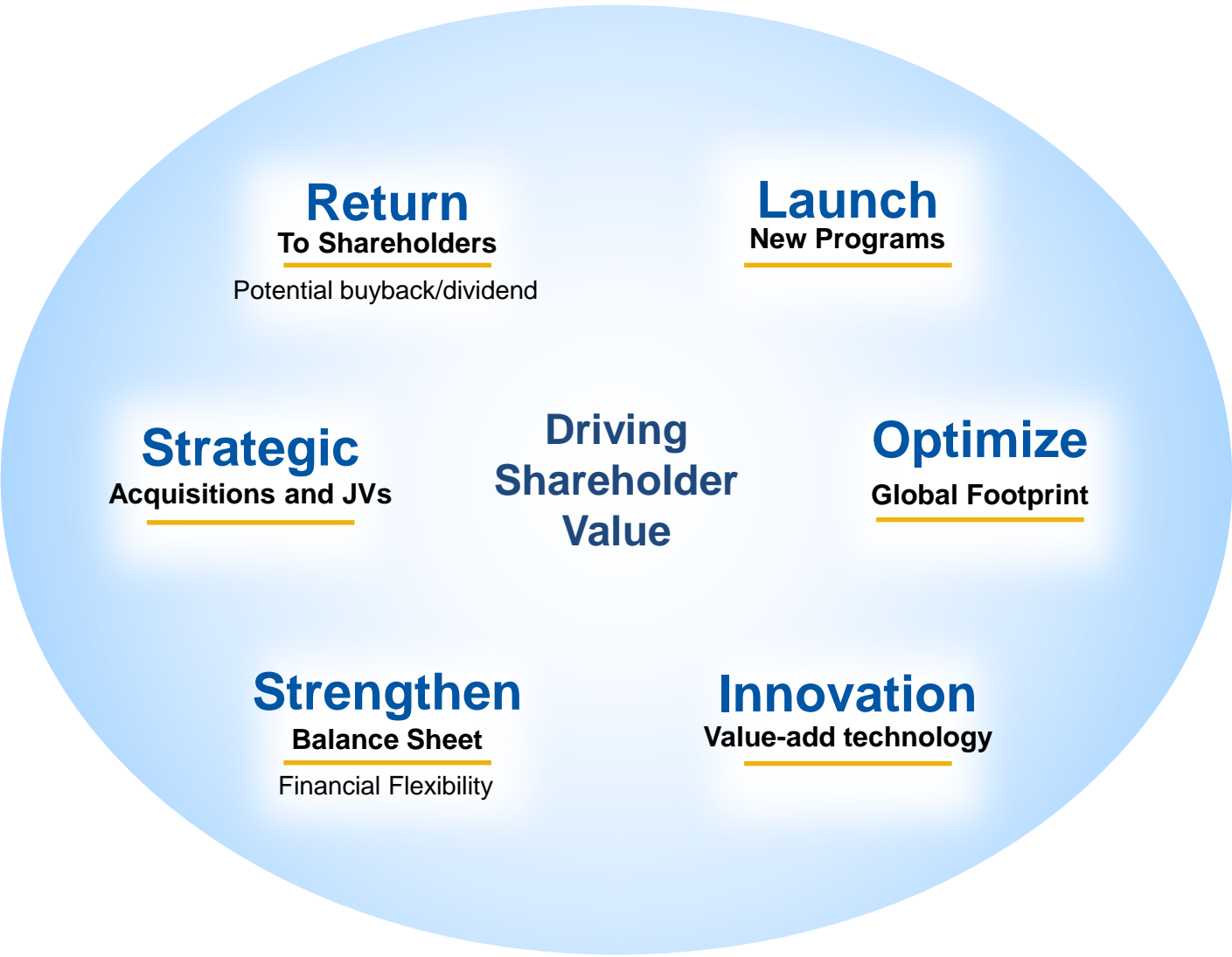
¹ Defined as cash provided by operating activities less CAPEX (in millions)

² Bloomberg methodology

IMPROVING CREDIT PROFILE



CAPITAL ALLOCATION FOCUSED ON SHAREHOLDER VALUE



SUMMARY AND OUTLOOK

Jeff Edwards, Chairman and CEO

2015 - BUSINESS TRANSFORMATION DRIVES RECORD RESULTS

120
New Program Launches

+7%
Organic Sales Growth
+12% net of FX

\$100+m
Cost Reductions
Operating Efficiency

+16%
Adj. EBITDA Growth

+120 bps
Adj. EBITDA Margin

\$125m
Cash Flow Improvement

2016 – MOMENTUM CONTINUES

Advantaged Global Footprint	World-class Operations	Rigorous Capital Management
<ul style="list-style-type: none">• Integrate and optimize Shenya operations• Continue transition to Eastern Europe• Ramp up and optimize Serbia• Fuel and brake vertical integration in China	<ul style="list-style-type: none">• Successfully launch 161 new programs• Roll out BBP in FBD and FTS product groups• Drive additional \$100 million in operating efficiency	<ul style="list-style-type: none">• CAPEX at or below 4.8% of sales• Further working capital reductions• Optimize tax strategies• ROIC 10%+

2016 GUIDANCE

Sales (Excl. divestitures)	\$3.35 - \$3.4 Billion
Adj. EBITDA Margin	11.3% - 11.8%
Capital Expenditures	\$155 - \$165 Million
Cash Restructuring	\$45 - \$55 Million
Cash Taxes	\$50 - \$60 Million

2016 sales guidance reflects divestiture of hard coat plastic exterior trim business (\$50.0m sales in 2015) and the runout of contract sales related to the 2014 divestiture of the thermal and emissions business (\$44.5m sales in 2015). Guidance represents a growth rate of 3.1% - 4.7% from the adjusted base sales.

Q & A

APPENDIX

NON-GAAP FINANCIAL MEASURES

EBITDA, adjusted EBITDA and adjusted net income are measures not recognized under United States Generally Accepted Accounting Principles (U.S. GAAP) and which exclude certain non-cash and non-recurring items. Management considers EBITDA, adjusted EBITDA and adjusted net income to be key indicators of the Company's operating performance and believes that these and similar measures are widely used by investors, securities analysts and other interested parties in evaluating the Company's performance. Adjusted EBITDA is defined as net income (loss) adjusted to reflect income tax expense, interest expense net of interest income, depreciation and amortization, and certain items that management does not consider to be reflective of the Company's core operating performance. Adjusted net income is defined as net income (loss) adjusted to reflect certain unusual, non-cash or non-recurring items that management does not consider to be reflective of the Company's core operating performance.

When analyzing the Company's operating performance, investors should use EBITDA, adjusted EBITDA and adjusted net income as supplements to, and not as alternatives for, net income (loss), operating income, or any other performance measure derived in accordance with U.S. GAAP, nor as an alternative to cash flow from operating activities as a measure of the Company's performance. EBITDA, adjusted EBITDA and adjusted net income have limitations as analytical tools and should not be considered in isolation or as substitutes for analysis of the Company's results of operations as reported under U.S. GAAP. Other companies may report EBITDA, adjusted EBITDA and adjusted net income differently and therefore Cooper Standard's results may not be comparable to other similarly titled measures of other companies. In addition, in evaluating adjusted EBITDA and adjusted net income, it should be noted that in the future Cooper Standard may incur expenses similar to or in excess of the adjustments in this presentation. This presentation of adjusted EBITDA and adjusted net income should not be construed as an inference that Cooper Standard's future results will be unaffected by unusual or non-recurring items.

EBITDA AND ADJUSTED EBITDA RECONCILIATION

	Year Ended December 31,			Quarter Ended December 31,	
	2015	2014	2013	2015	2014
	(dollar amounts in millions)			(dollar amounts in millions)	
Net income (loss) attributable to Cooper-Standard Holdings Inc.	\$ 111.9	\$ 42.8	\$ 47.9	\$ 21.7	\$ (12.8)
Income tax expense (benefit)	41.2	42.8	45.6	(2.8)	7.5
Interest expense, net of interest income	38.3	45.6	54.9	10.3	10.3
Depreciation and amortization	114.5	112.6	111.1	29.2	27.9
EBITDA	\$ 305.9	\$ 243.8	\$ 259.5	\$ 58.4	\$ 32.9
Restructuring ⁽¹⁾	53.8	17.2	21.2	19.0	5.7
Impairment charges ⁽²⁾	21.6	26.3	—	21.6	26.3
Gain on remeasurement of previously held equity interest ⁽³⁾	(14.2)	—	—	—	—
Gain on divestiture ⁽⁴⁾	(8.0)	(14.6)	—	(8.0)	3.3
Loss on extinguishment of debt ⁽⁵⁾	—	30.5	—	—	—
Amortization of inventory write-up ⁽⁶⁾	1.4	—	—	—	—
Settlement charges ⁽⁷⁾	—	3.6	—	—	3.6
Stock-based compensation ⁽⁸⁾	—	2.8	5.2	—	—
Acquisition costs	1.6	0.7	0.9	0.3	0.3
Other	0.3	1.2	0.6	—	0.1
Adjusted EBITDA	\$ 362.4	\$ 311.5	\$ 287.4	\$ 91.3	\$ 72.2
Sales	3,342.8	3,244.0	3,090.5	854.4	767.9
Adjusted EBITDA Margin	10.8 %	9.6 %	9.3 %	10.7 %	9.4 %

(1) Includes non-cash restructuring and is net of non-controlling interests

(2) Impairment charges in 2015 related to fixed assets of \$13.6 million and intangible assets of \$8.0 million. Impairment charges in 2014 related to fixed assets of \$24.6 million and intangible assets of \$1.7 million

(3) Gain on remeasurement of previously held equity interest in Shenya

(4) Gain on sale of hard coat plastic exterior trim business in 2015 and thermal and emissions product line in 2014.

(5) Loss on extinguishment of debt relating the repurchase of our Senior Notes and Senior PIK Toggle Notes.

(6) Amortization of write-up of inventory to fair value for Shenya acquisition.

(7) Settlement charges relating to the US pension plans that were amended to offer a one time voluntary lump sum window to certain terminated vested participants

(8) Non-cash stock amortization expense and non-cash stock option expense for grants issued at emergence from bankruptcy.

ADJUSTED EBITDA MARGIN, FINANCIAL RATIOS

TWELVE MONTHS ENDED DECEMBER 31, 2015

(USD millions)

	Three Months Ended				Twelve Months Ended
	31-Mar-15	30-Jun-15	30-Sep-15	31-Dec-15	31-Dec-15
Net income	\$ 21.0	\$ 36.5	\$ 32.7	\$ 21.7	\$ 111.9
Income tax expense (benefit)	14.7	16.4	12.9	(2.8)	41.2
Interest expense, net of interest income	9.2	9.3	9.5	10.3	38.3
Depreciation and amortization	26.6	29.4	29.3	29.2	114.5
EBITDA	\$ 71.5	\$ 91.6	\$ 84.4	\$ 58.4	\$ 305.9
Restructuring (1)	18.8	7.4	8.6	19.0	53.8
Impairment Charges (2)	-	-	-	21.6	21.6
Gain on remeasurement of previously held equity interest (3)	(11.6)	(2.6)	-	-	(14.2)
Gain on divestiture (4)	-	-	-	(8.0)	(8.0)
Acquisition Costs	0.6	0.4	0.3	0.3	1.6
Other	1.5	0.2	-	-	1.7
Adjusted EBITDA	\$ 80.8	\$ 97.0	\$ 93.3	\$ 91.3	\$ 362.4
Net Leverage					
Debt payable within one year					\$45.5
Long-term debt					732.4
Less: cash and cash equivalents					(378.2)
Net Leverage					\$ 399.7
Net Leverage Ratio					
					1.1
Interest coverage ratio					
					9.5
Sales	\$ 800.1	\$ 860.8	\$ 827.5	\$ 854.4	\$ 3,342.8
Adjusted EBITDA as a percent of Sales	10.1%	11.3%	11.3%	10.7%	10.8%

- (1) Includes non-cash restructuring
- (2) Impairment charges related to fixed assets of \$13.6 million and intangible assets of \$8.0 million.
- (3) Gain on the remeasurement of previously held equity interest in Shenya
- (4) Gain on sale of hard coat plastic exterior trim business in Rockford, TN

EPS AND ADJUSTED EPS RECONCILIATION

(USD millions except share and per share amounts)

	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
Net Income	\$ 21,665	\$ (12,816)	\$ 111,880	\$ 42,779
Restructuring expense (net of tax)	18,175	5,714	52,027	17,301
Asset impairment charge (net of tax)	21,611	19,945	21,611	19,945
Gain/Loss on Divestiture (net of tax)	(5,221)	2,490	(16,821)	(12,810)
Loss on extinguishment of debt (net of tax)	-	-	-	18,779
Adjusted Net Income	<u>✓ \$ 56,230</u>	<u>✓ \$ 15,333</u>	<u>✓ \$ 168,697</u>	<u>✓ \$ 85,994</u>
Basic Shares Outstanding	17,435,978	16,140,831	17,212,607	16,695,356
Diluted Shares Outstanding	18,672,384	17,333,389	18,414,994	17,896,089
Adjusted Earnings per basic share	\$ 3.22	\$ 0.95	\$ 9.80	\$ 5.15
Adjusted Earnings per diluted share	\$ 3.01	\$ 0.88	\$ 9.16	\$ 4.81

ROIC CALCULATION (BLOOMBERG METHODOLOGY)

(USD millions except share and per share amounts)

	2013		2014		2015
	<u>Actual</u>		<u>Actual</u>		<u>Actual</u>
<u>NOPAT</u>					
Net Income	\$ 45.3	\$	45.5	\$	111.8
Add Net Interest Income/Expense (after tax)	27.4		23.5		28.0
Minus Equity Earnings (after tax)	(5.5)		(3.1)		(4.2)
Plus/Minus Other Income/Expense (after tax)	3.7		18.9		(7.2)
Plus Pension Expense	7.3		6.9		4.9
Minus Service Cost (Pension)	(4.8)		(4.2)		(4.4)
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NOPAT	\$ 73.3	\$	87.4	\$	128.9
<u>Total Invested Capital</u>					
Total Debt	\$ 684.4	\$	785.9		777.9
Total Equity	620.7		552.7		614.8
Deferred tax asset (net of deferred tax liability)	(23.1)		(36.1)		(44.4)
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Total Invested Capital	\$ 1,282.1	\$	1,302.5	\$	1,348.3
Average Total Invested Capital	\$ 1,236.2	\$	1,292.3	\$	1,325.4
Return on Invested Capital	5.9%		6.8%		9.7%

2016 GUIDANCE KEY ASSUMPTIONS

NA Production	18.2 Million Units
European Production	21.2 Million Units
Avg. Full Year FX Rates	
Euro	1 EUR = \$1.12 USD
Canadian Dollar	1 CAD = \$0.79 USD
Mexican Peso	\$1.00 USD = 16.3 MXN