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

**FORM 8-A/A
Amendment No. 2**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE SECURITIES EXCHANGE ACT OF 1934**

COOPER-STANDARD HOLDINGS INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

20-1945088
(IRS Employer Identification No.)

40300 Traditions Drive, Northville, Michigan
(Address of principal executive offices)

48168
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

**Title of each class
to be so registered**

**Name of each exchange on which
each class is to be registered**

Preferred Stock Purchase Rights

New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), check the following box.

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box.

Securities Act registration statement or Regulation A offering statement file number to which this form relates: Not applicable.

Securities to be registered pursuant to Section 12(g) of the Act: None.

EXPLANATORY NOTE

This Amendment No. 2 to the Form 8-A is being filed to amend the cover page of the Registration Statement on Form 8-A initially filed by Cooper-Standard Holdings Inc. with the U.S. Securities and Exchange Commission (the “SEC”) on November 7, 2022, as amended by Amendment No. 1 filed with the SEC on November 9, 2022, to reflect that preferred stock purchase rights are being registered on such Form 8-A pursuant to Section 12(b) of the Exchange Act.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereto duly authorized.

Cooper-Standard Holdings Inc.

Dated: November 18, 2022

By: /s/ Joanna M. Totsky
Name: Joanna M. Totsky
Title: Senior Vice President, Chief Legal Officer and Secretary