Hefferon Timothy Ward Form 3/A April 11, 2011

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

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response...

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 *

A Hefferon Timothy Ward

(Last)

(First) (Middle)

39550 ORCHARD HILL

PLACE

(Street)

NOVI, MIÂ 48375

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Statement

(Month/Day/Year)

03/21/2011

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Cooper-Standard Holdings Inc. [COSH]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

03/21/2011

(Check all applicable)

10% Owner Director _X__ Officer Other (give title below) (specify below)

VP, General Counsel & Secretary

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

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

SEC 1473 (7-02)

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 control number.

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

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Date Exercisable Expiration Date

Title Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect

(I)

					(Ins	str. 5)	
Stock options (1)	03/15/2014	03/15/2021	Common stock	3,900	\$ 46.75	D	Â
7% Cumulative Participating Convertible Preferred Stock (2)	(3)(4)	(5)	Common stock	2,664	\$ 23.3057	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Hefferon Timothy Ward 39550 ORCHARD HILL PLACE NOVI, MI 48375	Â	Â	VP,General Counsel & Secretary	Â		

Signatures

/s/ Timothy W.
Hefferon

**Signature of Reporting

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).
 - Due to an administrative error, the Form 3 filed on March 21, 2011, omitted 3,900 stock options that were granted on March 15, 2011.
- (1) These are time-based options which shall vest, assuming continued employment, on March 15, 2014. These options are in addition to those 94,230 options that were reported on 3/21/11 and have a different exercise date, expiration date and exercise price.
- (2) Due to an administrative error, the Form 3 filed on March 21, 2011, omitted 28 shares of paid-in-kind dividends of 7% Cumulative Participating Convertible Preferred Stock.
- These shares of participating preferred common stock are entitled to receive dividends at a rate of 7% per annum and may be converted at any time at a conversion price of \$23.30574 per share of common stock, subject to adjustment upon certain events specified in the certificate of designation.
- (4) Time-based restricted stock vesting in four equal installments on May 27, 2011, May 27, 2012, May 27, 2013, and May 27, 2014.
- (5) The 7% Cumulative Participating Convertible Preferred stock do not have an expiration date.

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.

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