

Stephenson Keith Dwayne  
Form 3/A  
April 11, 2011

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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,  
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 * | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                                                                                                                                                                  |
| Â Stephenson Keith Dwayne                 | (Month/Day/Year)                     | Cooper-Standard Holdings Inc. [COSH]                                                                                                                                                                                |
| (Last) (First) (Middle)                   | 03/21/2011                           |                                                                                                                                                                                                                     |
| 39550 ORCHARD HILL PLACE                  |                                      | 4. Relationship of Reporting Person(s) to Issuer                                                                                                                                                                    |
| (Street)                                  |                                      | (Check all applicable)                                                                                                                                                                                              |
|                                           |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below)<br>Chief Operating Officer |
| NOVI,Â MIÂ 48375                          |                                      | 5. If Amendment, Date Original Filed(Month/Day/Year)                                                                                                                                                                |
| (City) (State) (Zip)                      |                                      | 03/21/2011                                                                                                                                                                                                          |
|                                           |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)                                                                                                                                                          |
|                                           |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person                                                                                                                                              |
|                                           |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person                                                                                                                                               |

### Table I - Non-Derivative Securities Beneficially Owned

|                                    |                                                          |                                                                   |                                                          |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|

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

SEC 1473 (7-02)

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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

|                                               |                                                             |                                                                                |                                                        |                                                                            |                                                          |
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|--------------------------------------------------------|----------------------------------------------------------------------------|----------------------------------------------------------|
| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|                                               | Date Exercisable    Expiration Date                         | Title    Amount or Number of Shares                                            |                                                        |                                                                            |                                                          |

(Instr. 5)

|                                                                        |                     |                  |              |        |            |   |   |
|------------------------------------------------------------------------|---------------------|------------------|--------------|--------|------------|---|---|
| Stock options <sup>(1)</sup>                                           | 03/15/2014          | 03/15/2021       | Common stock | 13,000 | \$ 46.75   | D | Â |
| 7% Cumulative Participating Convertible Preferred Stock <sup>(2)</sup> | Â <sup>(3)(4)</sup> | Â <sup>(5)</sup> | Common stock | 3,175  | \$ 23.3057 | D | Â |

## Reporting Owners

| Reporting Owner Name / Address                                        | Relationships |           |                           |       |
|-----------------------------------------------------------------------|---------------|-----------|---------------------------|-------|
|                                                                       | Director      | 10% Owner | Officer                   | Other |
| Stephenson Keith Dwayne<br>39550 ORCHARD HILL PLACE<br>NOVI, MI 48375 | Â             | Â         | Â Chief Operating Officer | Â     |

## Signatures

/s/ Keith D. Stephenson 04/08/2011

    Signature of  
Reporting Person

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 13,000 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 104,941 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 33 shares of paid-in-kind dividends of 7% Cumulative Participating Convertible Preferred Stock.

(3) 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.

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