

Edgar Filing: Cooper-Standard Holdings Inc. - Form SC 13G/A

Cooper-Standard Holdings Inc.
Form SC 13G/A
February 14, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G
(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to Rules 13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to Rule 13d-2(b) (Amendment No. 5)*

Cooper-Standard Holdings, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

21676P103

(CUSIP Number)

December 31, 2016

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 21676P103 13G

1 NAMES OF
REPORTING
PERSONS

Silver Point Capital,
L.P.

2 CHECK THE
APPROPRIATE BOX
IF A MEMBER OF A (a)
GROUP (SEE
INSTRUCTIONS)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR
PLACE OF
ORGANIZATION

Delaware

SOLE
5 VOTING
POWER

2,634,206

SHARED
6 VOTING
POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

-0-

EACH
REPORTING
PERSON WITH

SOLE
7 DISPOSITIVE
POWER

2,634,206

SHARED
8 DISPOSITIVE
POWER

-0-

AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING PERSON

2,634,206

10 CHECK BOX IF THE
AGGREGATE
AMOUNT IN ROW (9)
EXCLUDES CERTAIN
SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED IN
ROW (9)

14.5%¹

12 TYPE OF
REPORTING PERSON
(SEE
INSTRUCTIONS)

IA, PN

¹ The percentage used above is calculated based on 18,217,190 shares outstanding, consisting of 17,654,198 shares of common stock outstanding as of October 26, 2016 as reported in the Company's Form 10-Q filed on November 2, 2016 plus 562,992 shares that could become outstanding upon conversion of warrants to purchase shares of the Company's common stock.

CUSIP NO. 21676P103 13G

1 NAMES OF
REPORTING
PERSONS

Edward A. Mulé

2 CHECK THE
APPROPRIATE BOX
IF A MEMBER OF A (a)
GROUP (SEE
INSTRUCTIONS)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR
PLACE OF
ORGANIZATION

United States

SOLE
5 VOTING
POWER

100,000

SHARED
6 VOTING
POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

2,634,206

EACH
REPORTING
PERSON WITH

SOLE
7 DISPOSITIVE
POWER

100,000

SHARED
8 DISPOSITIVE
POWER

2,634,206

9 AGGREGATE
AMOUNT
BENEFICIALLY

OWNED BY EACH
REPORTING PERSON

2,734,206

10 CHECK BOX IF THE
AGGREGATE
AMOUNT IN ROW (9)
EXCLUDES CERTAIN
SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED IN
ROW (9)

15.0%²

12 TYPE OF
REPORTING PERSON
(SEE
INSTRUCTIONS)

IN

²The percentage used above is calculated based on 18,267,190 shares outstanding, consisting of 17,654,198 shares of common stock outstanding as of October 26, 2016 as reported in the Company's Form 10-Q filed on November 2, 2016, plus 612,992 shares that could become outstanding upon conversion of warrants to purchase shares of the Company's common stock.

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1 NAMES OF
REPORTING
PERSONS

Robert J. O'Shea

2 CHECK THE
APPROPRIATE BOX
IF A MEMBER OF A (a)
GROUP (SEE
INSTRUCTIONS)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR
PLACE OF
ORGANIZATION

United States

SOLE
5 VOTING
POWER

-0-

SHARED
6 VOTING
POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

2,634,206

SOLE
7 DISPOSITIVE
POWER

-0-

SHARED
8 DISPOSITIVE
POWER

2,634,206

9 AGGREGATE
AMOUNT
BENEFICIALLY

OWNED BY EACH
REPORTING PERSON

2,634,206

10 CHECK BOX IF THE
AGGREGATE
AMOUNT IN ROW (9)
EXCLUDES CERTAIN
SHARES (SEE
INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED IN
ROW (9)

14.5%¹

12 TYPE OF
REPORTING PERSON
(SEE
INSTRUCTIONS)

IN

CUSIP NO. 21676P103 13G

Item Name of Issuer:

1 (a)

The name of the issuer is Cooper-Standard Holdings, Inc. (the "Company").

Item Address of Issuer's Principal Executive Offices:

1 (b)

The Company's principal executive office is located at 39550 Orchard Hill Place Drive, Novi, Michigan 48375.

Item Name of Person Filing:

2(a)

This Schedule 13G is being jointly filed by Silver Point Capital, L.P., a Delaware limited partnership ("Silver Point"), Mr. Edward A. Mulé and Mr. Robert J. O'Shea with respect to the ownership of the common stock by Silver Point Capital Fund, L.P. (the "Fund") and Silver Point Capital Offshore Fund, Ltd. (the "Offshore Fund") and Mulé Associates, LLC ("Associates"). Silver Point, Mr. Mulé, Mr. O'Shea, and Associates are collectively referred to herein as the "Reporting Persons."³

The Reporting Persons have entered into a Joint Filing Agreement, dated February 14, 2017, a copy of which is filed with this Schedule 13G as Exhibit A, pursuant to which the Reporting Persons have agreed to file this statement jointly in accordance with the provisions of Rule 13d-1(k)(1) under the Act.

Item Address of Principal Business Office or, if none, Residence:

2(b)

The address of the principal business office of each of the Reporting Persons is Two Greenwich Plaza, Greenwich, CT 06830.

Item Title of Class of Securities:

2(d)

Common Stock, \$0.001 par value per share.

Item CUSIP No.:

2(e)

21676P103

Item If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

3

Not applicable.

³Silver Point is the investment manager of the Fund and the Offshore Fund and by virtue of such status may be deemed to be the beneficial owner of the securities held by the Fund and the Offshore Fund. Silver Point Capital Management, LLC ("Management") is the general partner of Silver Point and as a result may be deemed to be the

beneficial owner of the securities held by the Fund and the Offshore Fund. Each of Mr. Edward A. Mulé and Mr. Robert J. O'Shea is a member of Management and has voting and investment power with respect to the securities held by the Fund and the Offshore Fund and may be deemed to be a beneficial owner of the securities held by the Fund and the Offshore Fund. Edward A. Mulé has sole voting and investment power over the securities owned by Associates, and may be deemed the beneficial owner of the securities held by Associates.

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Item 4 Ownership:

A. Silver Point Capital, L.P.

- (a) Amount beneficially owned: 2,634,206
- (b) Percent of class: 14.5%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 2,634,206
 - (ii) Shared power to vote or direct the vote: -0-
 - (iii) Sole power to dispose or direct the disposition: 2,634,206
 - (iv) Shared power to dispose or direct the disposition: -0-

B. Edward A. Mulé

- (a) Amount beneficially owned: 2,734,206
- (b) Percent of class: 15.0%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: 100,000
 - (ii) Shared power to vote or direct the vote: 2,634,206
 - (iii) Sole power to dispose or direct the disposition: 100,000
 - (iv) Shared power to dispose or direct the disposition: 2,634,206

C. Robert J. O'Shea

- (a) Amount beneficially owned: 2,634,206
- (b) Percent of class: 14.5%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 2,634,206
 - (iii) Sole power to dispose or direct the disposition: -0-

(iv) Shared power to dispose or direct the disposition: 2,634,206

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Item Ownership of Five Percent or Less of a Class:

5

If this statement is being filed to report the fact that as of the date hereof each of the Reporting Persons has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item Ownership of More Than Five Percent on Behalf of Another Person:

6

See response to Item 4.

Item Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the
7 Parent Holding Company or Control Person:

Not applicable.

Item Identification and Classification of Members of the Group:

8

Not applicable.

Item Notice of Dissolution of Group:

9

Not applicable.

Item Certification:

10

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2017

Silver Point Capital,
L.P.

~~By~~/ Steven Weiser
~~Not~~ Steven Weiser
Its Authorized Signatory

Edward A. Mulé

~~By~~/ Steven Weiser
Title Attorney-in-fact

Robert J. O'Shea

~~By~~/ Steven Weiser
Title Attorney-in-fact

EXHIBIT INDEX

Exhibit Description of Exhibit

Exhibit
A Joint Filing Agreement dated February 14, 2017.

Exhibit
B Power of Attorney of Edward A. Mulé (incorporated here by reference to Exhibit B to Schedule 13G filed by Silver Point Capital, L.P., Edward A. Mulé and Robert O'Shea with the Securities and Exchange Commission on February 16, 2016 relating to TopBuild Corp.).

Exhibit
C Power of Attorney of Robert O'Shea (incorporated here by reference to Exhibit C to Schedule 13G filed by Silver Point Capital, L.P., Edward A. Mulé and Robert O'Shea with the Securities and Exchange Commission on February 16, 2016 relating to TopBuild Corp.).

Exhibit A

AGREEMENT REGARDING THE JOINT FILING OF SCHEDULE 13G

The undersigned hereby agree as follows:

- (i) Each of them is individually eligible to use the Schedule 13G to which this Exhibit is attached, and such Schedule 13G is filed on behalf of each of them; and
- (ii) Each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

Date: February 14, 2017

Silver Point Capital,
L.P.

B/s/ Steven Weiser
NSteven Weiser
ItsAuthorized Signatory

Edward A. Mulé

B/s/ Steven Weiser
TAttorney-in-fact

Robert J. O'Shea

B/s/ Steven Weiser
TAttorney-in-fact