

SUPERIOR INDUSTRIES INTERNATIONAL INC
Form SC 13D/A
February 14, 2017

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 12)

Superior Industries international, inc.

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

868168105

(CUSIP Number)

Steven J. Borick

2707 Kipling Street

Houston, Texas

77098

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

02/13/2017

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box " .

NAME OF REPORTING
PERSONS

1

Steven J. Borick

CHECK THE
APPROPRIATE BOX IF A
MEMBER OF A GROUP
(See Instructions)

2

(a)

(b)
SEC USE ONLY
SOURCE OF FUNDS (See
Instructions)

3

4

Not applicable
CHECK BOX IF
DISCLOSURE OF
LEGAL

5

PROCEEDINGS IS
REQUIRED
PURSUANT TO
ITEMS 2(d) or 2(e)
CITIZENSHIP OR PLACE
OF ORGANIZATION

6

United States of America

NUMBER OF

7

SOLE
VOTING
POWER

SHARES

1* (see Item 5)

BENEFICIALLY

SHARED
VOTING
POWER

OWNED BY

8

EACH

1,583,101 (see
Item 5)

REPORTING

9

SOLE
DISPOSITIVE
POWER

PERSON

WITH

1* (see Item 5)
SHARED
DISPOSITIVE
POWER
10

1,538,101 (see
Item 5)
AGGREGATE AMOUNT
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON
11

1,538,101* (see Item 5)
CHECK BOX IF
THE AGGREGATE
AMOUNT IN ROW
(11) EXCLUDES
CERTAIN
SHARES (See
Instructions)
PERCENT OF CLASS
REPRESENTED BY
AMOUNT IN ROW (11)
12

13
6.0% (see Item 5)

TYPE OF REPORTING
PERSON (See Instructions)
14
IND

* Includes shares of common stock beneficially owned and the right to acquire shares of common stock pursuant to options to purchase shares of common stock. See Items 2 and 5

NAME OF REPORTING
PERSONS

1

The Louis L. Borick
Foundation
CHECK THE
APPROPRIATE BOX IF A
MEMBER OF A GROUP
(See Instructions)

2

(a)

(b)
SEC USE ONLY
SOURCE OF FUNDS (See
Instructions)

3

4

Not applicable
CHECK BOX IF
DISCLOSURE OF
LEGAL
PROCEEDINGS IS
REQUIRED
PURSUANT TO
ITEMS 2(d) or 2(e)

5

CITIZENSHIP OR PLACE
OF ORGANIZATION

6

Delaware

| | | |
|--------------|---|----------------|
| NUMBER OF | | SOLE |
| SHARES | 7 | VOTING |
| | | POWER |
| BENEFICIALLY | | 0 (see Item 5) |
| OWNED BY | | SHARED |
| EACH | 8 | VOTING |
| | | POWER |
| REPORTING | | 1,500,100 (see |
| | | Item 5) |
| PERSON | | SOLE |
| | 9 | DISPOSITIVE |
| WITH | | POWER |
| | | 0 (see Item 5) |

10

SHARED
DISPOSITIVE
POWER

1,500,100 (see
Item 5)

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON

12 1,500,100 (see Item 5)
CHECK BOX IF
THE AGGREGATE
AMOUNT IN ROW
(11) EXCLUDES
CERTAIN
SHARES (See
Instructions)
PERCENT OF CLASS
REPRESENTED BY
AMOUNT IN ROW (11)

13 5.9% (see Item 5)

14 TYPE OF REPORTING
PERSON (See Instructions)

OO

Item 1. Security and Issuer

The class of securities to which this Schedule 13D/A relates is the common stock, no par value (the "Common Stock"), of Superior Industries International, Inc., a Delaware corporation (the "Issuer"). The address of the Issuer's World Office Headquarters is 24800 Denso Drive, Suite 225, Southfield, Michigan 48033.

Item 2. Identity and Background.

This filing amends that certain Schedule 13D filed on June 7, 2012, as amended by that certain Schedule 13D Amendment No. 1 filed by the Reporting Persons on January 10, 2013 and that certain Schedule 13D Amendment No. 2 filed by the Reporting Persons on May 20, 2014 and that certain Schedule 13D Amendment No. 3 as filed by the Reporting Persons on July 18, 2014 and that certain Schedule 13D Amendment No. 4 as filed by the Reporting Persons on March 3, 2015 and that certain Schedule 13D Amendment No. 5 as filed by the Reporting Persons on April 23, 2015 and that certain Schedule 13D Amendment No. 6 as filed by the Reporting Persons on April 30, 2015 and that certain Schedule 13D Amendment No.7 as filed by the Reporting Persons on June 1,2015 and that certain Schedule 13D Amendment No. 8 as filed by the Reporting Persons on December 1, 2015 and that certain Schedule 13D Amendment No. 9 as filed by the Reporting Persons on March 8, 2016 and that certain Schedule 13D Amendment No. 10 as filed by the Reporting Persons on April 13, 2016 and that certain Schedule 13D Amendment No. 11 as filed by the Reporting Persons on September 9, 2016. This Schedule 13D Amendment No. 12 ("Amendment No. 12") is being filed by the following persons (each a "Reporting Person" and collectively, the "Reporting Persons"):

- a. Steven J. Borick is an investor. His business address is 2707 Kipling Street Houston, Texas 77098.

- b. The Louis L. Borick Foundation (the "Foundation") is a private Delaware foundation of which Mr. Borick is the president. Mr. Borick, Robert Borick and Linda Borick Davidson are the directors of the Foundation. The principal address of the Foundation is 2707 Kipling Street Houston, Texas 77098. Mr. Borick disclaims beneficial ownership of all shares owned by the Foundation.

- c. During the last five years, none of the Reporting Persons has (i) been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), (ii) been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting, or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

- d. Mr. Borick is a citizen of the United States of America. The Foundation is a private foundation formed in Delaware.

Although this filing is being made jointly by the Reporting Persons pursuant to the Joint Filing Agreement filed herewith, each of the Reporting Persons expressly disaffirms membership in any group under Rule 13d-5 under the Securities Exchange Act of 1934, as amended, or otherwise.

Item 3. Source and Amount of Funds or Other Consideration.

Not applicable.

Item 4. Purpose of Transaction.

Reporting sales.

Item 5. Interest in Securities of the Issuer.

(a) On October 25, 2016, there were 25,445,075 shares of Common Stock outstanding (based on Form 10-Q filed by the issuer with the SEC on October 28, 2016).

(b) Ownership of Common Stock by the Reporting Persons is as follows:

(i) Mr. Borick holds 1 share of Common Stock. Mr. Borick has sole voting and dispositive power over the Common Stock. In addition, Mr. Borick may be deemed to have shared voting and dispositive power with respect to: (a) 8,000 shares of Common Stock held by the Blake Mills Davidson Trust, of which Mr. Borick is the sole trustee and (b) 30,000 shares of Common Stock held by the Liatis Foundation, of which Mr. Borick is the President and a member of the board of directors.

(ii) 1,500,100 shares of Common Stock are held by the Foundation. Mr. Borick shares voting and dispositive power over the Common Stock held by the Foundation with Robert Borick and Linda Borick Davidson but disclaims beneficial ownership of all Common Stock held by the Foundation.

The voting and dispositive power of the Reporting Persons is summarized below:

| | Steven J. Borick | The Foundation |
|-------------------------------------|------------------|----------------|
| Sole Voting and Dispositive Power | 1 | 0 |
| | | 1,500,100 |
| Shared Voting and Dispositive Power | 1,538,101 | |

(c) The following list sets forth all transactions in the Issuer's Common Stock conducted by the Reporting Persons preceding the filing of Amendment No. 10:

On November 7, 2016, the Foundation sold 20,000 shares of Common Stock in market transactions at an average price of \$23.36 per share.

On November 8, 2016, the Foundation sold 10,000 shares of Common Stock in market transactions at an average price of \$23.53 per share.

On November 9, 2016, the Foundation sold 10,000 shares of Common Stock in market transactions at an average price of \$23.54 per share.

On November 10, 2016, the Foundation sold 30,000 shares of Common Stock in market transactions at an average price of \$24.05 per share.

On November 11, 2016, the Foundation sold 20,000 shares of Common Stock in market transactions at an average price of \$25.13 per share.

On November 11, 2016, the Liatis Foundation sold 10,000 shares of Common Stock in market transactions at an average price of \$25.25 per share.

On November 15, 2016, the Foundation sold 20,000 shares of Common Stock in market transactions at an average price of \$25.02 per share.

On November 16, 2016, the Foundation sold 10,000 shares of Common Stock in market transactions at an average price of \$25.02 per share.

On November 17, 2016, the Foundation sold 5,000 shares of Common Stock in market transactions at an average price of \$25.25 per share.

On November 22, 2016, the Foundation sold 15,000 shares of Common Stock in market transactions at an average price of \$25.20 per share.

On November 23, 2016, the Foundation sold 5,000 shares of Common Stock in market transactions at an average price of \$25.35 per share.

On December 5, 2016, the Foundation sold 20,000 shares of Common Stock in market transactions at an average price of \$25.86 per share.

On December 7, 2016, the Foundation sold 10,000 shares of Common Stock in market transactions at an average price of \$26.37 per share.

On December 8, 2016, the Foundation sold 10,000 shares of Common Stock in market transactions at an average price of \$26.96 per share.

On December 9, 2016, the Foundation sold 15,000 shares of Common Stock in market transactions at an average price of \$27.37 per share.

On January 24, 2017, the Foundation sold 15,000 shares of Common Stock in market transactions at an average price of \$24.32 per share.

On February 10, 2017, the Foundation sold 44,000 shares of Common Stock in market transactions at an average price of \$23.66 per share.

On February 13, 2017, the Foundation sold 41,000 shares of Common Stock in market transactions at an average price of \$23.93 per share.

Item 7. Material to Be Filed as Exhibits.

Exhibit 1 Joint Filing Agreement, dated January 10, 2013, by and among Steven J. Borick, the Nita Borick Management Trust and the Louis L. Borick Foundation.

Signature

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

Date: February 13, 2017

STEVEN J. BORICK

/s/ Steven J. Borick

LOUIS L. BORICK FOUNDATION

By: /s/ Steven J. Borick
Steven J. Borick, President and Director