

COOPER TIRE & RUBBER CO
Form 4
May 09, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
WEAVER PHILIP G

2. Issuer Name and Ticker or Trading Symbol
COOPER TIRE & RUBBER CO [CTB]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
COOPER TIRE & RUBBER COMPANY, 701 LIMA AVE.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/08/2007

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Vice Pres. & CFO

FINDLAY, OH 45840

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 05/08/2007 | | S ⁽¹⁾ | V 300 D | \$ 23.77 | 18,405 | D |
| Common Stock | 05/08/2007 | | S | 5,000 D | \$ 23.75 | 13,405 | D |
| Common Stock | 05/08/2007 | | S | 5,000 D | \$ 23.8 | 8,405 | D |
| Common Stock | 05/08/2007 | | S | 5,000 D | \$ 23.8 | 3,405 | D |
| Common Stock | | | | | | 16,497 ⁽²⁾ | I RSU Account |

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Common Stock 21,308,583 (3) I 401(k)

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WEAVER PHILIP G
COOPER TIRE & RUBBER COMPANY
701 LIMA AVE.
FINDLAY, OH 45840

Vice Pres. & CFO

Signatures

/s/ Philip G. Weaver 05/09/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- (1) This Form 4 is a continuation of the Reporting Person's Form 4 filed immediately prior to this Form 4. All of the sales and holdings did not fit on the first Form 4.
- (2) Adjusted to reflect receipt of dividend equivalent since Reporting Person's last report

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(3) Adjusted to reflect ongoing acquisitions under the 401(k) plan since reporting person's last report.

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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