

Cooper-Standard Holdings Inc.

Form 3/A

February 14, 2012

**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 \*

Â Oak Hill Advisors GenPar,  
L.P.

(Last) (First) (Middle)

1114 AVENUE OF THE  
AMERICAS,Â 27TH FLOOR

(Street)

NEW YORK,Â NYÂ 10036

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
03/21/2011

3. Issuer Name and Ticker or Trading Symbol

Cooper-Standard Holdings Inc. [COSH]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_X\_\_\_\_ Other  
(give title below) (specify below)  
See Remarks

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

03/22/2011

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 4)

Common share

2. Amount of Securities Beneficially Owned (Instr. 4)

4,408 <sup>(1)</sup>

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

I

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Via Oak Hill Advisors, L.P.

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 Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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|               | Date<br>Exercisable | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares | Security | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |                                |
|---------------|---------------------|--------------------|-----------------|----------------------------------|----------|------------------------------------------------|--------------------------------|
| Stock Options | Â (2)               | 05/27/2020         | Common<br>stock | 9,731                            | \$ 25.52 | I                                              | Via Oak Hill<br>Advisors, L.P. |

## Reporting Owners

| Reporting Owner Name / Address                                                                    | Relationships |           |         |             |
|---------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------------|
|                                                                                                   | Director      | 10% Owner | Officer | Other       |
| Oak Hill Advisors GenPar, L.P.<br>1114 AVENUE OF THE AMERICAS<br>27TH FLOOR<br>NEW YORK, NY 10036 | Â             | Â X       | Â       | See Remarks |
| OAK HILL ADVISORS LP<br>1114 AVENUE OF THE AMERICAS<br>27TH FLOOR<br>NEW YORK, NY 10036           | Â             | Â X       | Â       | See Remarks |

## Signatures

|                                                                                                                                                                   |            |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|
| Oak Hill Advisors GenPar, L.P. (+) By: Oak Hill Advisors MGP, Inc., Managing General<br>Partner By: /s/ Glenn August                                              | 02/14/2012 |
| **Signature of Reporting Person                                                                                                                                   | Date       |
| Oak Hill Advisors, L.P. (+) By: Oak Hill Advisors GenPar, L.P., General Partner By: Oak Hill<br>Advisors MGP, Inc., Managing General Partner By: /s/ Glenn August | 02/14/2012 |
| **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).
- (1) Time-based restricted stock vesting 50% on May 27, 2011, 25% on May 27, 2012, and 25% on May 27, 2013.
- (2) Time-based restricted stock options vesting 50% on May 27, 2011, 25% on May 27, 2012, and 25% on May 27, 2013.

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### Remarks:

The reporting persons may be deemed members of a group that owns more than 10% of the outstanding shares of the reporting company.

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.