CAMPBELL WILLIAM E

Form 3

January 26, 2012

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

OMB APPROVAL

OMB Number:

response...

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

Estimated average burden hours per

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 *

CAMPBELL WILLIAM E

(Street)

(Last) (First)

2701 SPRUCE STREET

(Middle)

Statement

(Month/Day/Year)

01/10/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

TITAN INTERNATIONAL INC [TWI]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

10% Owner Director _X__ Officer

Other (give title below) (specify below) Executive Vice President

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

OUINCY, ÂILÂ 62301

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Direct (D) or Indirect (I) (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 (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

5. Ownership Form of Derivative

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

Expiration Date Exercisable Date

Amount or Title Number of Shares

Derivative Security

or Indirect (I) (Instr. 5)

Security:

Direct (D)

1

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Stock options	(1)	11/15/2020	Common stock	19,048	\$ 15.75	D	Â
Stock options	(2)	12/09/2021	Common	30,000	\$ 21.59	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
roporous o man rama o rama o so	Director	10% Owner	Officer	Other		
CAMPBELL WILLIAM E 2701 SPRUCE STREET OUINCY Â ILÂ 62301	Â	Â	Executive Vice President	Â		

Signatures

/s/ William E.
Campbell

**Signature of Reporting Person

O1/26/2012

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).
- $\textbf{(1)} \quad \text{The options vest over a three year period with } 40\% \text{ vesting } 11/15/2011, 30\% \text{ vesting } 11/15/2012, \text{ and } 30\% \text{ vesting } 11/15/2013.$
- (2) The options vest over a three year period with 40% vesting 12/09/2012, 30% vesting 12/09/2013, and 30% vesting 12/09/2014.

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.

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