Tower International, Inc. Form 4
March 08, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

ES IN BENEFICIAL OWNERSHIP OF Estimated average burden hours per response...

Issuer

OMB APPROVAL

Expires:

5. Relationship of Reporting Person(s) to

3235-0287

January 31,

2005

0.5

Form 5 obligations may continue. *See* Instruction

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

GOUIN JAMES C

1. Name and Address of Reporting Person *

		To	Tower International, Inc. [TOWR]			R]	(Check all applicable)			
(Last) (First) (Middle) C/O TOWER INTERNATIONAL, INC., 17672 LAUREL PARK DR. NORTH, SUITE 400E			3. Date of Earliest Transaction (Month/Day/Year) 03/04/2016				Director 10% Owner X Officer (give title Other (specify below)			
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) LIVONIA, MI 48152				<i>A</i>	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table I - Non-	Derivative S	ecuriti	ies Acqui	red, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3) Common Stock, Par Value	2. Transaction Date (Month/Day/Year) 03/06/2016		Code	4. Securities oner Disposed (Instr. 3, 4 a) Amount 2,751.68	(A) or (D)		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 Indirect Beneficial Ownership (Instr. 4)	
\$0.01 Per Share										
Common Stock, Par Value \$0.01 Per Share	03/06/2016		F	932.68	D	\$ 23.59	106,377	D		
	03/06/2016		M	1,350.64	A	<u>(1)</u>	107,727.64	D		

Edgar Filing: Tower International, Inc. - Form 4

Common Stock, Par Value \$0.01 Per Share							
Common Stock, Par Value \$0.01 Per Share	03/06/2016	F	415.64	D	\$ 23.59	107,312	D
Common Stock, Par Value \$0.01 Per Share	03/06/2016	M	2,022.94	A	<u>(1)</u>	109,334.94	D
Common Stock, Par Value \$0.01 Per Share	03/06/2016	F	622.94	D	\$ 23.59	108,712	D

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

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.

SEC 1474

(9-02)

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

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	Acquired Disposed	ve Securities d (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
	J			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Number Shares
Restricted Stock Units	(1)	03/04/2016		A	6,771		(2)	(2)	Common Stock, Par Value \$0.01 Per Share	1
Restricted Stock Units	(1)	03/06/2016		M		2,751.68	(3)	(3)	Common Stock, Par Value \$0.01 Per Share	2,751

Restricted Stock Units	(1)	03/06/2016	М	1,350.64	<u>(4)</u>	<u>(4)</u>	Common Stock, Par Value \$0.01 Per Share	1,350
Restricted Stock Units	<u>(1)</u>	03/06/2016	M	2,022.94	<u>(5)</u>	<u>(5)</u>	Common Stock, Par Value \$0.01 Per Share	2,022

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

GOUIN JAMES C C/O TOWER INTERNATIONAL, INC. 17672 LAUREL PARK DR. NORTH, SUITE 400E LIVONIA. MI 48152

EVP & CFO

Signatures

/s/ Nanette Dudek, Attorney-in-Fact 03/08/2016

**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) Each restricted stock unit (collectively, the "RSUs") represents a contingent right to receive one share of the common stock, par value \$0.01 per share (the "Common Stock") of Tower International, Inc. (the "Company").
- These RSUs will vest ratably on March 6, 2017, March 6, 2018, and March 6, 2019; provided, however, that such RSUs will vest in full upon the occurrence of a "change in control" of the Company, as defined in the Tower International, Inc. 2010 Equity Incentive Plan (the "Plan"), or if the reporting person's employment terminates due to death or disability. There is no expiration date.
- (3) The final one-third of the RSUs originally granted to the reporting person on March 5, 2013, including the dividend equivalent units (DEUs) accrued as additional RSUs in respect thereof, vested. The RSUs had no expiration date.
 - One-third of the RSUs originally granted to the reporting person on March 6, 2014, including a proportional amount of the DEUs accrued as additional RSUs in respect thereof, vested. The balance of the RSUs (including such proportional amount of the DEUs accrued in
- (4) respect thereof), will vest on March 6, 2017; provided, however, that such RSUs will vest in full upon the occurrence of a "change in control" of the Company, as defined in the Plan, or if the reporting person's employment terminates due to death or disability. There is no expiration date.
 - One-third of the RSUs originally granted to the reporting person on March 6, 2015, including a proportional amount of the DEUs accrued as additional RSUs in respect thereof, vested. The balance of the RSUs (including such proportional amount of the DEUs accrued in
- (5) respect thereof), will vest ratably on March 6, 2017 and March 6, 2018; provided, however, that such RSUs will vest in full upon the occurrence of a "change in control" of the Company, as defined in the Plan, or if the reporting person's employment terminates due to death or disability. There is no expiration date.

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.

Reporting Owners 3