Bernard James Form 4/A August 17, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

Washington, D.C. 20549

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

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 See Instruction

2. Issuer Name and Ticker or Trading

Tower International, Inc. [TOWR]

Symbol

1(b).

Bernard James

(Print or Type Responses)

1. Name and Address of Reporting Person *

| | Tower international, inc. [TOWK] | | | | | (Check all applicable) | | | | | |
|---|---|---------------|---|--|----------------------------------|------------------------|-------------|--|--|--|--|
| (Last) (First) (Middle) C/O TOWER INTERNATIONAL, INC., 17672 LAUREL PARK DRIVE NORTH, STE 400E | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/01/2012 | | | | | Director 10% Owner Specify below) Dresident, Americas | | | |
| (Street) LIVONIA, MI 48152 | | | 4. If Amendment, Date Original Filed(Month/Day/Year) 03/05/2012 | | | | | 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) | (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | ially Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Dat (Month/Day/Year) | Execution any | | 3. Transactic Code (Instr. 8) | 4. Securi on(A) or Di (Instr. 3, | ispose | d of (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) By James S. | |
| Stock, par value \$0.01 per share | 03/01/2012 | | | M | 916 | A | (1) | 916 | I (3) | Bernard Living Trust Dated 11/10/2010 (3) | |
| Common Stock, par value \$0.01 per share | 03/01/2012 | | | F | 283 | D | \$ 12.74 | 633 | I (3) | By James S. Bernard Living Trust Dated 11/10/2010 | |

(3)

SEC 1474

(9-02)

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) | 4. 5. Numb Transaction of Code Derivative (Instr. 8) Securitie Acquired (A) or Disposed of (D) (Instr. 3, and 5) | | Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price Deriva Securit (Instr. : |
|---|---|---|---|---------|-------------------------------------|--------------------|---|--|--|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units | <u>(1)</u> | 03/01/2012 | M | 916 | (2) | (2) | Common Stock | 916 | (1) |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Bernard James C/O TOWER INTERNATIONAL, INC. 17672 LAUREL PARK DRIVE NORTH, STE 400E LIVONIA, MI 48152

President, Americas

Signatures

/s/ Nanette Dudek, Attorney-in-Fact 08/17/2012

**Signature of Reporting Person Date

Reporting Owners 2

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").
- On March 1, 2012, one-third of the 2,748 RSUs originally granted to the reporting person vested. The balance of the RSUs will vest ratably on March 1, 2013 and March 1, 2014; 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) This amendment shows the indirect ownership of the reporting person's securities.

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.