

Tower International, Inc.
Form 4
May 06, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Bernard James

(Last) (First) (Middle)

TOWER INTERNATIONAL,
INC., 17672 LAUREL PARK DR.
NORTH, SUITE 400E

(Street)

LIVONIA, MI 48152

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Tower International, Inc. [TOWR]

3. Date of Earliest Transaction
(Month/Day/Year)
05/02/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
President, Americas

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

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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock, par value \$0.01 per share	05/02/2014		S	4,571	D \$ 28.50	I	By James S. Bernard Living Trust Dated 11/10/2010
Common Stock, par value \$0.01 per share	05/02/2014		M	6,364	A \$ 13	I	By James S. Bernard Living Trust Dated 11/10/2010
	05/02/2014		M	11,608	A	I	

Edgar Filing: Tower International, Inc. - Form 4

Common Stock, par value \$0.01 per share					\$ 11.71				By James S. Bernard Living Trust Dated 11/10/2010
Common Stock, par value \$0.01 per share	05/02/2014	S	17,972	D	\$ 28.52 <u>(1)</u>	0		I	By James S. Bernard Living Trust Dated 11/10/2010

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)

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Purchase)	\$ 13	05/02/2014		M	6,364	<u>(2)</u>	10/14/2020	Common Stock	6,364
Stock Option (Right to Purchase)	\$ 11.71	05/02/2014		M	11,608	<u>(3)</u>	03/06/2022	Common Stock	11,608

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
President, Americas

Bernard James
TOWER INTERNATIONAL, INC.
17672 LAUREL PARK DR. NORTH, SUITE 400E
LIVONIA, MI 48152

Signatures

/s/ Nanette Dudek,
Attorney-in-Fact

05/06/2014

__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).

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.50 to \$28.60, inclusive. The reporting person undertakes to provide to Tower International, Inc. (the "Company"), any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (1) 6,364 stock options were granted to the reporting person on October 14, 2010, of which all were vested prior to the transaction date.
 - (2) 34,822 stock options were granted to the reporting person on March 6, 2012, of which 23,216 (inclusive of previously reported exercises) were vested prior to the transaction date.
 - (3) The remaining 11,606 stock options will vest on March 6, 2015; provided however, that such stock options will also vest in full upon the occurrence of a "change in control" of the Company, as defined in the Company's 2010 Equity Incentive Plan.
 - (4)

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.