

Cooper-Standard Holdings Inc.
Form 8-K
May 25, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934
Date of Report (date of earliest event reported) – May 19, 2016

COOPER-STANDARD HOLDINGS INC.
(Exact name of registrant as specified in its charter)

Delaware 001-36127 20-1945088
(State or other jurisdiction of (Commission (I.R.S. Employer
incorporation or organization) File Number) Identification Number)

39550 Orchard Hill Place Drive
Novi, MI 48375
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code (248) 596-5900

Check the appropriate box below in the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instruction A.2 below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

The Annual Meeting of Stockholders of Cooper-Standard Holdings Inc. (the "Company") was held on May 19, 2016. A total of 17,198,850 shares of common stock were eligible to vote at the Annual Meeting. The matters voted on at the Annual Meeting were as follows:

1. Election of Directors:

The following individuals were elected to the Board of Directors for a term of one year, expiring at the 2017 Annual Meeting of stockholders.

| Name | Votes For | Withheld | Broker Non-Votes |
|---------------------|------------|-----------|------------------|
| Glenn R. August | 14,955,037 | 225,018 | 585,225 |
| Jeffrey S. Edwards | 14,700,322 | 479,733 | 585,225 |
| Sean O. Mahoney | 13,311,350 | 1,868,705 | 585,225 |
| David J. Mastrocola | 14,945,962 | 234,093 | 585,225 |
| Justin E. Mirro | 14,962,048 | 218,007 | 585,225 |
| Robert J. Remenar | 14,957,278 | 222,777 | 585,225 |
| Sonya F. Sepahban | 14,964,909 | 215,146 | 585,225 |
| Thomas W. Sidlik | 13,600,205 | 1,579,850 | 585,225 |
| Stephen A. Van Oss | 14,938,826 | 241,229 | 585,225 |

The nominations were made by the Board of Directors and no other nominations were made by any stockholder.

2. Selection of Auditors:

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The stockholders voted to ratify the appointment by the Company's Audit Committee of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2016.

Votes For Votes Against Abstentions

15,338,594 331,508 585,225

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COOPER-STANDARD HOLDINGS INC.

\\ Aleksandra A. Miziolek

Name: Aleksandra A. Miziolek

Title: Senior Vice President, General Counsel and Secretary

Dated: May 25, 2016