

Tower International, Inc.
Form 4
March 02, 2017

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Dudek Nanette

(Last) (First) (Middle)

C/O 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)
02/28/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify
below)
VP Legal Affairs & Compliance

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 Beneficial Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount		Price

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price
---------------------------	---------------	---	----------------------------------	----------------	-----------	--	---	----------

Edgar Filing: Tower International, Inc. - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)		Securi (Instr.		
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	02/28/2017	A		0.33		(1)	(1)	Common Stock, Par Value \$0.01 Per Share	0.33	\$
Restricted Stock Units	(3)	02/28/2017	A		0.66		(3)	(3)	Common Stock, Par Value \$0.01 Per Share	0.66	\$
Restricted Stock Units	(4)	02/28/2017	A		2.23		(4)	(4)	Common Stock, Par Value \$0.01 Per Share	2.23	\$

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Dudek Nanette C/O TOWER INTERNATIONAL, INC. 17672 LAUREL PARK DR. NORTH, SUITE 400E LIVONIA, MI 48152	VP Legal Affairs & Compliance

Signatures

/s/ Peter Ehrenberg,
Attorney-in-Fact

03/02/2017

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) These restricted stock units ("RSUs") result from dividend equivalent units accrued as additional RSUs on 2014 RSU award. Each RSU 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"). RSUs resulting from dividend equivalents vest and settle, at the same time and on the same terms

Edgar Filing: Tower International, Inc. - Form 4

and conditions, with the underlying RSUs to which they relate. There is no expiration date.

- (2) Represents total unvested RSUs associated with original award, including unvested RSUs accrued in respect of dividend equivalent units.

These RSUs result from dividend equivalent units accrued as additional RSUs on 2015 RSU award. Each RSU represents a contingent

- (3) right to receive one share of the Company's Common Stock. RSUs resulting from dividend equivalents vest and settle, at the same time and on the same terms and conditions, with the underlying RSUs to which they relate. There is no expiration date.

These RSUs result from dividend equivalent units accrued as additional RSUs on 2016 RSU award. Each RSU represents a contingent

- (4) right to receive one share of the Company's Common Stock. RSUs resulting from dividend equivalents vest and settle, at the same time and on the same terms and conditions, with the underlying RSUs to which they relate. 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.