

Williams James F  
Form 4  
March 20, 2006

**FORM 4**

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

OMB APPROVAL

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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 \*  
Williams James F

2. Issuer Name and Ticker or Trading Symbol  
Commercial Vehicle Group, Inc. [CVGI]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
6530 WEST CAMPUS OVAL  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/16/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP of Human Resources

NEW ALBANY, OH 43054

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

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

(City) (State) (Zip)

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock, \$0.01 par value  |                                      |  |                                |   | 11,321  | D  |   |
| Common Stock, \$0.01 par value  | 03/16/2006                           |  | M                              |   | 14,406  | A  | \$ 5.54 25,727  |
| Common Stock, \$0.01 par value  | 03/16/2006                           |  | S                              |   | 10,306  | D  | \$ 19.5 15,421  |

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|                                |            |   |       |   |          |        |   |
|--------------------------------|------------|---|-------|---|----------|--------|---|
| Common Stock, \$0.01 par value | 03/16/2006 | S | 100   | D | \$ 19.54 | 15,321 | D |
| Common Stock, \$0.01 par value | 03/16/2006 | S | 100   | D | \$ 19.55 | 15,221 | D |
| Common Stock, \$0.01 par value | 03/16/2006 | S | 900   | D | \$ 19.56 | 14,321 | D |
| Common Stock, \$0.01 par value | 03/16/2006 | S | 400   | D | \$ 19.57 | 13,921 | D |
| Common Stock, \$0.01 par value | 03/16/2006 | S | 100   | D | \$ 19.58 | 13,821 | D |
| Common Stock, \$0.01 par value | 03/16/2006 | S | 900   | D | \$ 19.62 | 12,921 | D |
| Common Stock, \$0.01 par value | 03/16/2006 | S | 1,300 | D | \$ 19.66 | 11,621 | D |
| Common Stock, \$0.01 par value | 03/16/2006 | S | 300   | D | \$ 19.67 | 11,321 | D |
| Common Stock, \$0.01 par value | 03/17/2006 | M | 6,285 | A | \$ 5.54  | 17,606 | D |
| Common Stock, \$0.01 par value | 03/17/2006 | S | 6,285 | D | \$ 19.5  | 11,321 | D |

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

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SEC 1474  
(9-02)

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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) | 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (right to buy)                | \$ 5.54  | 03/16/2006                           |  | M                              | 14,406  | 05/20/2004 04/30/2014                                    | Common Stock, \$0.01 par value                                | 14,406                     |
| Stock Option (right to buy)                | \$ 5.54  | 03/17/2006                           |  | M                              | 6,285   | 05/20/2004 04/30/2014                                    | Common Stock, \$0.01 par value                                | 6,285                      |

**Reporting Owners**

| Reporting Owner Name / Address                                    | Relationships |           |                       |       |
|---|---------------|-----------|-----------------------|-------|
|   | Director      | 10% Owner | Officer               | Other |
| Williams James F<br>6530 WEST CAMPUS OVAL<br>NEW ALBANY, OH 43054 |               |           | VP of Human Resources |       |

**Signatures**

/s/ Elisabeth M. Martin, under power of attorney  
 \*\*Signature of Reporting Person  
 03/20/2006  
 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 options were granted, and no price was paid therefor.

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