

Tower International, Inc.  
 Form 4  
 December 10, 2015

**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 \*  
 Kapadia Dev

(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)  
 12/10/2015

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)

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 Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	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 of Derivative	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Pr
------------------------	---------------	--------------------------------------	-------------------------------	------------------------------	-----------	---	--	-------

Edgar Filing: Tower International, Inc. - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	Secu (Instr.)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	12/10/2015	A		12.7		(1)	(1)	Common Stock, Par Value \$0.01 Per Share	12.7	\$
Restricted Stock Units	(3)	12/10/2015	A		12.84		(3)	(3)	Common Stock, Par Value \$0.01 Per Share	12.84	\$

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Kapadia Dev  
C/O TOWER INTERNATIONAL, INC.  
17672 LAUREL PARK DR. NORTH, SUITE 400E  
LIVONIA, MI 48152

X

Signatures

/s/ Nanette Dudek,  
Attorney-in-Fact

12/10/2015

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

(2) Represents total vested RSUs associated with original award that have not yet settled, including vested but unsettled RSUs accrued in respect of dividend equivalent units.

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

## Edgar Filing: Tower International, Inc. - Form 4

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

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.