

Commercial Vehicle Group, Inc.
Form 4
July 08, 2005

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 *
Onex American Holdings II LLC

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)

, 421 LEADER STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/06/2005

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

MARION, OH 43302

(City) (State) (Zip)

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

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)
			Code	V Amount or (D) Price			
Common Stock	07/06/2005		S	2,679,514 (1) 16.9512	\$ 0	D	
Common Stock	07/06/2005		S	1,252,166 (2) 16.9512	\$ 0	D	
Common Stock	07/06/2005		S	335,834 (3) 16.9512	\$ 0	I	FN (3)
Common Stock	07/06/2005		S	4,322,363 (4) 16.9512	\$ 0	I	FN (4)
Common Stock	07/06/2005		S	4,641,996 (5) 16.9512	\$ 0	I	FN (5)

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

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(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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 3, 4, and 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Onex American Holdings II LLC 421 LEADER STREET MARION, OH 43302		X		
ONEX DHC LLC 421 LEADER STREET MARION, OH 43302		X		
ONEX CORP 161 BAY STREET, 49TH FLOOR, P.O. BOX 700 TORONTO, ONTARIO CANADA M5J2S1		X		
SCHWARTZ GERALD W C/O ONEX CORPORATION 161 BAY STREET, 49TH FLOOR, P.O. BOX 700 TORONTO, ONTARIO CANADA M5J2S1		X		

Signatures

/s/ Donald F. West, Director of Onex American Holdings II LLC 07/07/2005

**Signature of Reporting Person

Date

/s/ Donald F. West, Representative of Onex DHC LLC 07/07/2005

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<u> </u> **Signature of Reporting Person	Date
/s/ Donald Lewtas, Authorized Signatory for Onex Corporation	07/07/2005
<u> </u> **Signature of Reporting Person	Date
/s/ Donald Lewtas, attorney-in-fact for Gerald W. Schwartz	07/07/2005
<u> </u> **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) This report relates to the 2,679,514 shares sold by Onex American Holdings II LLC ("OAH") in the underwritten public offering of Commercial Vehicle Group, Inc. on July 6, 2005 (the "Offering").
- (2) This report relates to the 1,252,166 shares sold by Onex DHC LLC ("DHC") in the Offering.

This report relates to the shares of common stock indirectly sold in the Offering by OAH. Includes (collectively, the "MIP Shares") 117,143 shares held of record by Bostrom Executive Investco LLC ("Bostrom EI"), 82,155 shares held of record by CVS Executive Investco LLC ("CVS EI"), 48,642 shares held of record by Trim Systems Executive Investco LLC ("Trim EI"), 41,479 shares held of record by Trim Systems Executive Investco II LLC ("Trim EI II"), 27,282 shares held of record by Bostrom Partners LP ("Bostrom LP") and 19,133 shares held of record by CVS Partners LP ("CVS LP"). OAH is (i) the direct owner of all of the equity percentage interests of each of Bostrom EI, CVS EI, Trim EI, Trim EI II and (ii) the direct owner of Onex American Holdings GP LLC, the general partner of Bostrom LP and CVS LP.
- (3) This report relates to the shares of common stock indirectly sold in the Offering by Onex Corporation ("Onex") and includes the MIP Shares and the shares of common stock directly sold in the Offering by OAH, DHC and Hidden Creek Industries ("HCI"). Onex is (i) the owner of all of the issued and outstanding shares of OAH, (ii) the direct and indirect owner of approximately 99% of the equity of DHC, (iii) the indirect owner of 100% of the equity percentage interests of each of Bostrom EI, CVS EI, Trim EI, Trim EI II, (iv) the indirect owner of Onex American Holdings GP LLC, the general partner of Bostrom LP and CVS LP and (v) the owner of all of the issued and outstanding shares of OMI Partnership Holdings Ltd., the direct owner of 99.8% of the economics and 100% of the voting interests of HCI.
- (4) This report relates to the shares of common stock indirectly sold in the Offering by Gerald W. Schwartz ("Mr. Schwartz") and includes the MIP shares, the shares of common stock directly sold in the Offering by OAH, DHC and HCI, and the shares directly sold in the Offering by Onex Advisors III LLC ("OAIII LLC"). Mr. Schwartz is the indirect holder of all the issued and outstanding Multiple Voting shares of Onex, which are entitled to elect sixty percent (60%) of the members of Onex's Board of Directors and carry such number of votes in the aggregate as represents 60% of the aggregate votes attached to all voting shares of Onex. The direct and indirect interests of Onex are described in footnote 4. Mr. Schwartz is the indirect owner of all of the issued and outstanding shares of OAIII LLC.
- (5)

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.