

TITAN INTERNATIONAL INC

Form 4

May 19, 2009

**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  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BILLIG ERWIN H**

(Last) (First) (Middle)

**C/O TITAN INTERNATIONAL  
CORP, 2701 SPRUCE STREET**

(Street)

**QUINCY, IL 62301**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
**TITAN INTERNATIONAL INC  
[TWI]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/18/2009**

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) Vice Chairman

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |
| Common<br>stock                       | 05/18/2009                              |                                                             | S                                    |                                                                         | 11,250                                                                                                             | D                                                                       | \$<br>8.6895                                                      |
| Common<br>stock                       | 05/19/2009                              |                                                             | M                                    |                                                                         | 11,250                                                                                                             | A                                                                       | \$ 7.6                                                            |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                         | 20,000                                                            |

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  
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SEC 1474  
(9-02)

# Edgar Filing: TITAN INTERNATIONAL INC - Form 4

**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 Security (Instr. 3 and 4) | 8. An or Nu of s |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                             | Title            |
| Non-employee director stock option plan    | \$ 7.6                                                 | 05/19/2009                           |                                                    | M                              | 11,250                                                                                  | 05/20/1999                                               | 05/20/2009                                                  | Common stock     |
| Non-employee director stock option plan    | \$ 5.35                                                |                                      |                                                    |                                |                                                                                         | 05/18/2000                                               | 05/18/2010                                                  | Common stock     |
| Non-employee director stock option plan    | \$ 3.63                                                |                                      |                                                    |                                |                                                                                         | 05/17/2001                                               | 05/17/2011                                                  | Common stock     |

## Reporting Owners

| Reporting Owner Name / Address                                                           | Relationships |           |               |       |
|------------------------------------------------------------------------------------------|---------------|-----------|---------------|-------|
|                                                                                          | Director      | 10% Owner | Officer       | Other |
| BILLIG ERWIN H<br>C/O TITAN INTERNATIONAL CORP<br>2701 SPRUCE STREET<br>QUINCY, IL 62301 | X             |           | Vice Chairman |       |

## Signatures

/s/ Erwin H. Billig  
05/19/2009  
\_\_\_\_\_  
\*\*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).

### Remarks:

The share amounts reflected on this Form 4 reflect the five-for-four stock split that took place in 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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