

Hartman Robert J. Jr.
Form 4
March 06, 2019

FORM 4

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

OMB APPROVAL

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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 *
Hartman Robert J. Jr.

2. Issuer Name and Ticker or Trading Symbol
STONERIDGE INC [SRI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O STONERIDGE, INC., 39675
MACKENZIE DRIVE, SUITE 400

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/04/2019

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

NOVI, MI 48337

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Shares, without par value	03/04/2019		M	8,037	A @ 45,318	D	
Common Shares, without par value	03/04/2019		F	2,436	D \$ 30.04	D	

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

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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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Share Units	<u>(1)</u>	03/04/2019		A		1,607		<u>(1)</u>	<u>(1)</u>	Common Shares	1,607
Performance Shares/Share Units	<u>(2)</u>	03/04/2019		M		8,037		<u>(2)</u>	<u>(2)</u>	Common Shares	8,037
Performance Shares/Share Units	<u>(2)</u>	03/04/2019		D		1,526		<u>(2)</u>	<u>(2)</u>	Common Shares	<u>(2)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hartman Robert J. Jr. C/O STONERIDGE, INC. 39675 MACKENZIE DRIVE, SUITE 400 NOVI, MI 48337			Chief Accounting Officer	

Signatures

/s/ Robert M. Loesch, by power of attorney 03/06/2019

**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) Share Units granted to the Reporting Person pursuant to the Company's Long-Term Incentive Plan payable on a one-for-one basis in Company common shares if the Reporting Person remains employed on March 2, 2022.
- (2) In 2016 Reporting Person was granted time-based share units and performance share pursuant to the Company's Long-Term Incentive Plan and on March 4, 2019 8,037 common shares were earned and pursuant to the 2016 grant paid on a one-for-one basis in Company

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common shares and 1,526 performance shares were not earned and were forfeited.

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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