

CooperStandard Global Policy	SECURITIES TRADING POLICY	
	LCPOL-05-GL	REV: H

1. INTRODUCTION

The securities laws of the U.S. and certain other countries prohibit the use of material, non-public information in connection with the purchase or sale of securities, known as insider trading. Individuals violating insider trading laws may be subject to serious civil and criminal punishment. Such violations may also subject Cooper-Standard Holdings Inc. and its subsidiaries (collectively, the “Company” or “Cooper-Standard”) to civil and criminal penalties and could damage Cooper-Standard’s reputation and business relationships. Cooper-Standard has adopted this Securities Trading Policy (the “Policy”) to promote compliance with securities laws and prevent insider trading and to describe the procedure for trading in Company’s securities.

2. SCOPE OF THE POLICY

This Policy applies to all directors, officers and employees of the Company. In addition, directors, officers and employees are personally responsible for ensuring that their relatives and other individuals who share the same home with them or persons or entities under their control (including trusts of which such person has control or influence by virtue of the terms of the trust or their relationship to immediate family members who have control of, or benefit from, such trust) (collectively, “Controlled Persons”) comply with this Policy.

Covered Persons. Certain individuals affiliated with the Company, known as “Covered Persons,” are subject to a higher level of scrutiny with regard to trading in Company securities. “Covered Persons” means the Company’s directors and officers and certain identified employees who regularly come into contact with material, non-public information, and their respective Controlled Persons. All individuals who are determined to be Covered Persons will be notified as such by the Chief Legal Officer’s office. Covered Persons must conduct all trading activity only in open window period (as defined in Section 4.1) and must pre-clear all trading activity, both as explained below in Section 4. The window period restriction and the pre-clearance procedures in Section 4 are not applicable to employees who are not Covered Persons.

This Policy shall continue to apply to Covered Persons until the first open window period (as defined in Section 4.1) after the termination of their affiliation with the Company.

Each Covered Person must read this Securities Trading Policy and must sign and return to the Chief Legal Officer the acknowledgement attached hereto as Exhibit A. However, Covered Persons who are granted an interest in Company securities through the Company’s Long-Term Incentive Plan (the “Plan”) will give their acknowledgement of this Policy electronically through their online account with the Plan’s administrator upon their acceptance of such grants. This electronic acknowledgement will be accepted in place of Exhibit A.

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3. INSIDER TRADING IS PROHIBITED

If you are aware of material, non-public information regarding the Company, you are prohibited from engaging in any transaction (including gifts) involving the Company’s securities.

Material information is information that would be considered important to a reasonable investor in deciding to buy, sell or hold the security, or would significantly alter the total mix of information about the company in the marketplace. Some examples of information, whether positive or negative, that may be considered material are:

- Unpublished earnings information, including annual or quarterly financial results and guidance or projections relating to future earnings performance;
- Significant changes in sales volumes;
- A significant pending or proposed merger, acquisition, divestiture or tender offer or joint venture;
- A pending or proposed purchase or sale of a significant asset;
- Significant technological developments;
- The addition or loss of a major customer or supplier or product program;
- Changes in executive leadership;
- Significant litigation developments;
- Restructuring or layoffs;
- Changes in auditors; and
- Planned stock splits or dividends.

Non-public information is generally not known or available to the public. As a general rule, information may be considered public one (1) full trading day after broad distribution to the general public (e.g., included in a widely-disseminated press release).

Similarly, if you become aware of material, non-public information regarding another public company in the course of performing your Company duties, you are prohibited from trading in the securities of such other public company.

You may not disclose non-public information relating to the Company, except as required for a legitimate business purpose or otherwise authorized by the Company. If you become aware of any leak of non-public information relating to the Company or any company about which the Company, its directors, officers or employees have acquired non-public information, you must report the leak immediately to the Chief Legal Officer.

You can be found liable for insider trading even if you do not receive a financial benefit. The practice of “tipping” – passing material, non-public information on to others or recommending to anyone the purchase or sale of any securities on the basis of material non-

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public information – is also prohibited by federal securities laws. Tipping may result in liability for both the person who provides the information and the person who receives the information.

The federal securities laws impose severe penalties on persons who trade on the basis of material, non-public information or who improperly disclose such information to a third party. In addition, Company employees who violate this Policy may be disciplined, up to and including termination of employment.

4. RESTRICTIONS ON TRADING

4.1 Trading Window Periods and Pre-Clearance. Covered Persons must obtain written approval from the Chief Legal Officer before engaging in any transactions (including gifts) involving Company securities. Such approval will be granted only during an “open window” period or in connection with a registered primary or secondary underwritten offering. An open window period begins one (1) full trading day after the Company’s quarterly (or annual) earnings release is issued and continues until the close of trading on the 15th day of the last month of the current fiscal quarter; provided however, that if the 15th day falls on a weekend, holiday or other day the market is closed, the trading window will close at the close of trading on the next day the market is open.

Each request for approval must be made in writing to the Chief Legal Officer on the INVESTMENT INQUIRY AND PRE-CLEARANCE FORM attached hereto as Exhibit B, and the Chief Legal Officer’s approval must be granted in writing, dated and signed. The trade must be completed within three (3) business days from the date of the Chief Legal Officer’s approval, or it must be re-requested. If approval is denied, the fact of such denial must be kept confidential. In addition, all officers and directors are required to notify the Company of each purchase, sale or other transaction involving the Company’s securities within one business day of each transaction.

Trades of Company securities will not be approved during “closed window” periods. A closed window period begins on the market close of the 15th day of the last month of the current fiscal quarter (provided however, that if the 15th day falls on a weekend, holiday or other day the market is closed, the trading window will close at the close of trading on the next day the market is open) and ends one (1) full trading day following the Company’s quarterly or annual earnings release. The Company may, depending on the circumstances, designate special closed window periods during a fiscal quarter where the trading window would otherwise be open, and will notify such Covered Persons as to when the closed window period begins and ends.

4.2. Pre-arranged Trading Plans.

Rule 10b5-1(c) under the Securities Exchange Act of 1934, as amended, provides a defense from insider trading liability if trades occur pursuant to a pre-arranged “trading plan” that meets specified conditions (“Rule 10b5-1 Plan”). Under this rule, if you enter into a binding

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contract, an instruction or a written plan that specifies the amount, price and date on which securities are to be purchased or sold, and if these arrangements are established at a time when you do not possess material, nonpublic information, then you may claim a defense to insider trading liability if the transactions under the trading plan occur at a time when you have subsequently learned material, nonpublic information.

Arrangements under the Rule 10b5-1 Plan may specify the amount, price and date through a formula or may specify trading parameters which another person has discretion to administer, but you must not exercise any subsequent discretion affecting the transactions, and if your broker or any other person exercises discretion in implementing the trades, you must not influence his or her actions and he or she must not possess any material, nonpublic information at the time of the trades.

All Rule 10b5-1 Plans, including any modification to an existing plan, must be approved in advance by the Chief Legal Officer. The Chief Legal Officer maintains guidelines that all Rule 10b5-1 Plans must meet in order to be considered for approval. These guidelines include, but are not limited to, the following:

- You may enter into a Rule 10b5-1 Plan only when you are not in possession of material, non-public information.
- You may not enter into a Rule 10b5-1 Plan during a closed window period.
- You may only have one Rule 10b5-1 Plan at a time.
- There is a 60-day mandatory waiting period between the establishment of a Rule 10b5-1 Plan and the date of the initial trade under a Rule 10b5-1 Plan is made.
- A minimum term of the Rule 10b5-1 Plan is six months and a maximum is twelve months.
- Modifications, terminations or suspensions of the Rule 10b5-1 should be avoided but are allowed during an open window period only. There is a waiting period of 30 days between the modification, termination, or suspension and an execution of a trade in CS securities or adoption of a new Rule 10b5-1 Plan.
- Once a Rule 10b5-1 Plan is established trades outside such plan are not allowed.

The Company assumes no liability for the consequences of any transaction made pursuant to Rule 10b5-1 Plan.

4.3 Short Sales; Hedging Transactions; Publicly-Traded Options; Margin Accounts; Pledges. Covered Persons are prohibited from doing any of the following involving Company securities: (i) short sales; (ii) engaging in short-term speculative transactions including hedging transactions and buying or selling put or call options or the use of any other derivative instruments; (iii) holding Company securities in a margin account; or (iv) pledging Company securities as collateral for a loan.

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4.4 Stock Option Plans. Directors and executive officers are required to notify the Chief Legal Officer on the INVESTMENT INQUIRY AND PRE-CLERANCE FORM attached as Exhibit B prior to exercising their vested stock options granted under Company’s stock option plan. Covered Persons other than directors and executive officers may exercise their vested stock options at any time without any notice requirement. All Covered Persons selling any shares issued on the exercise of Company-granted stock options are subject to trading restrictions under this Policy, including the requirement to obtain pre-clearance pursuant to Section 4.1.

4.5 Limited Exemptions. Covered Persons may request a hardship exemption for periods outside the open window periods if they are not in possession of material, non-public information and are not otherwise prohibited from trading pursuant to this Policy. Hardship exemptions are granted infrequently and only in exceptional circumstances. Any request for a hardship exemption should be made to the Chief Legal Officer. In certain limited circumstances, the Chief Legal Officer may, in his or her discretion, after consultation with the Chief Executive Officer or the Chief Financial Officer, authorize trading in Cooper-Standard’s securities outside of window periods if the Chief Legal Officer determines that Covered Persons are not in possession of material, non-public information. Covered Persons wishing to trade outside of window periods must obtain pre-clearance pursuant to Section 4.1.

EXHIBIT A

CERTIFICATION

The undersigned certifies that the undersigned has read, understands and agrees to comply with Cooper-Standard Holdings Inc.'s Securities Trading Policy. The undersigned, if an employee of the Company, acknowledges and agrees that violation of the Policy may subject the undersigned to disciplinary action, including termination of employment, and that the Company may give stop-transfer and other instructions to the Company's transfer agent against the transfer of Company securities by the undersigned in a transaction that the Company considers to be in contravention of its Policy.

CORPORATION or PARTNERSHIP:

INDIVIDUAL:

Printed name of entity:

(Signature)

By: _____

Printed name: _____

Printed name: _____

Date signed: _____

Title: _____

Date signed: _____

EXHIBIT B

INVESTMENT INQUIRY AND PRE-CLEARANCE FORM

(Must be submitted together with the Transaction Worksheet attached hereto)

Section I: To be completed by Inquirer

Inquirer's Name: _____
Inquirer's Position: _____

Broker Executing Transaction: Fidelity Other

If broker other than Fidelity is executing transaction, please provide broker's contact information below.

Are you selling or purchasing shares through an account held by a trust (question only applies to Section 16 officers and directors): No Yes *If yes, Legal will contact you for information on the trust.*

Date of most recent purchase or sale of Company Securities: _____

Inquirer requests approval to complete the transaction(s) described in the attached Transaction Worksheet (**must be completed and attached to this request**) and certifies that the following are true and correct:

- *I am currently not in possession of any material non-public information (as described in the Policy) relating to the Company and its subsidiaries.*
- *I understand that any pre-clearance provided in response to my request to effectuate a transaction in the Company's stock, if applicable, may be rescinded prior to effectuating the transaction if material non-public information regarding the Company and its subsidiaries arises and, in the reasonable judgment of the Company, the completion of my trade would be inadvisable.*
- *I also understand that the ultimate responsibility for compliance with the insider trading provisions of the United States federal securities laws and the Policy rests with me and that clearance of any proposed transaction should not be construed as a guarantee that I will not later be found to have been in possession of material non-public information.*

Date

Inquirer Signature

Section II: Approval

I hereby **approve** **disapprove** the attached Transaction Worksheet.

Date

Chief Legal Officer

Please note: This procedure must be repeated if the transaction is not executed within three business days of the date indicated in Section II.

ANNEX 1 TO EXHIBIT B

CONFIDENTIAL

Transaction Worksheet

(Must be attached to your pre-clearance request)

Inquirer's Name: _____ Date: _____

Complete all the sections below that apply

Gift of Shares:

Number of shares of the Company's Common Stock to be gifted: _____

Name of the recipient of the gifted shares: _____

Open Stock Market Purchase:

Number of shares of the Company's Common Stock to be purchased on the open stock market (**not** including shares to be acquired through a stock option exercise – see below): _____

Sale of Shares Currently Held in Any of Your Brokerage Accounts:

Number of shares of the Company's Common Stock to be sold on the open stock market (**not** including shares to be sold as part a stock option exercise – see below): _____

Stock Option Exercise and Related Sale (if applicable):

Number of Stock Options to be exercised: _____

Select the type of exercise below and indicate the percentage of shares to be sold (if applicable):

Exercise and Hold: you will pay the option cost and taxes due at exercise with funds from your Fidelity account

Exercise and Net Shares: CPS will withhold enough shares to cover your option cost and taxes due at exercise; remaining shares will be deposited in your Fidelity account.

Percentage of the net shares acquired through the exercise to be sold (if applicable): _____ %

Exercise and Sell – sell **all** shares; option cost and taxes due will be deducted from sale proceeds and wired to CPS; remaining proceeds will be deposited in your Fidelity account (*this Exercise and Sell option is not available to Members of the Board and Corporate Officers*)

Revision Level	Revision Date	Change Description
A		<ul style="list-style-type: none"> <li data-bbox="722 365 1013 396">• New Release
B	February 2015	<ul style="list-style-type: none"> <li data-bbox="722 438 1024 470">• Minor updates
C	February 2016	<ul style="list-style-type: none"> <li data-bbox="722 512 1442 585">• Modified time period the Policy is applicable to Covered Persons post-employment <li data-bbox="722 606 1414 680">• Provided additional examples of “material” non-public information <li data-bbox="722 701 1451 774">• Simplified open and closed trading windows; deleted 5 day “blackout period” <li data-bbox="722 795 1458 869">• Prohibit hedging transactions, publicly traded options, margin accounts, and pledges. <li data-bbox="722 890 1378 921">• Modified pre-clearance form to disclose
D	05/13/16	<ul style="list-style-type: none"> <li data-bbox="722 947 1219 978">• Minor correction in Exhibit B
E	02/06/2018	<ul style="list-style-type: none"> <li data-bbox="722 1020 1451 1094">• Revisions in connection with the change of a plan administrator
F	04/26/2018	<ul style="list-style-type: none"> <li data-bbox="722 1125 1411 1199">• Added guidelines for pre-arranged trading plans in Section 4.2
G	11/30/2018	<ul style="list-style-type: none"> <li data-bbox="722 1230 1471 1346">• Added additional language to clarify the scope of the policy as it relates to “Controlled Persons” and trusts <li data-bbox="722 1367 1459 1440">• Added the Transaction Worksheet to the Pre-Clearance form in Exhibit B
H	02/02/2021	<ul style="list-style-type: none"> <li data-bbox="722 1472 1411 1587">• Revised to clarify the scope of the transactions (which include gifts) covered by this policy <li data-bbox="722 1608 1463 1745">• Added certifications in the pre-clearance form (Exhibit B) to be made by Covered Persons regarding their access to material non-public information at the time of the trade