



**FIRST QUARTER 2016
CONFERENCE CALL AND WEBCAST**

May 4, 2016

AGENDA

Introduction

Roger Hendriksen
Director, Investor Relations

Business Overview

Jeff Edwards
Chairman and Chief Executive Officer

Financial Overview

Matt Hardt
Executive VP and Chief Financial Officer

Summary and Outlook

Jeff Edwards

Q & A

FORWARD-LOOKING STATEMENTS

This presentation contains certain “forward-looking statements.” Our use of words such as “anticipate,” “expect,” “suggest,” “plan,” “believe,” “intend,” “estimate,” “target,” “project,” “should,” “could,” “would,” “may,” “will,” “forecast,” or other similar expressions, is intended to identify forward-looking statements that represent our current judgment about possible future events or results. We believe these judgments are reasonable, but these statements are not guarantees of any events or financial results, and our actual results may differ materially due to a variety of important factors. Among other items, such factors may include: prolonged or material contractions in automotive sales and production volumes; escalating pricing pressures; loss of large customers or significant platforms; our ability to successfully compete in the automotive parts industry; availability and increasing volatility in costs of manufactured components and raw materials; disruption in our supply base; risks associated with our non-U.S. operations; foreign currency exchange rate fluctuations; our ability to control the operations of our joint ventures for our sole benefit; our substantial debt; our ability to obtain adequate financing sources in the future; operating and financial restrictions imposed on us under our term loan facility and the ABL facility; the underfunding of our pension plans; significant changes in discount rates and the actual return on pension assets; effectiveness of continuous improvement programs and other cost savings plans; manufacturing facility closings or consolidation; our ability to execute new program launches; our ability to meet customers' needs for new and improved products; the possibility that our acquisition strategy may not be successful; product liability, warranty and recall claims brought against us; environmental, health and safety laws and other laws and regulations; work stoppages or other labor disruptions; the ability of our intellectual property to withstand legal challenges; cyber-attacks or other disruptions in our information technology systems; the possible volatility of our annual effective tax rate; the possibility of future impairment charges to our goodwill and long-lived assets; the concentrated ownership of our stock which may allow a few owners to exert significant control over us; and our dependence on our subsidiaries for cash to satisfy our obligations.

You should not place undue reliance on these forward-looking statements. We undertake no obligation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by any applicable securities laws.

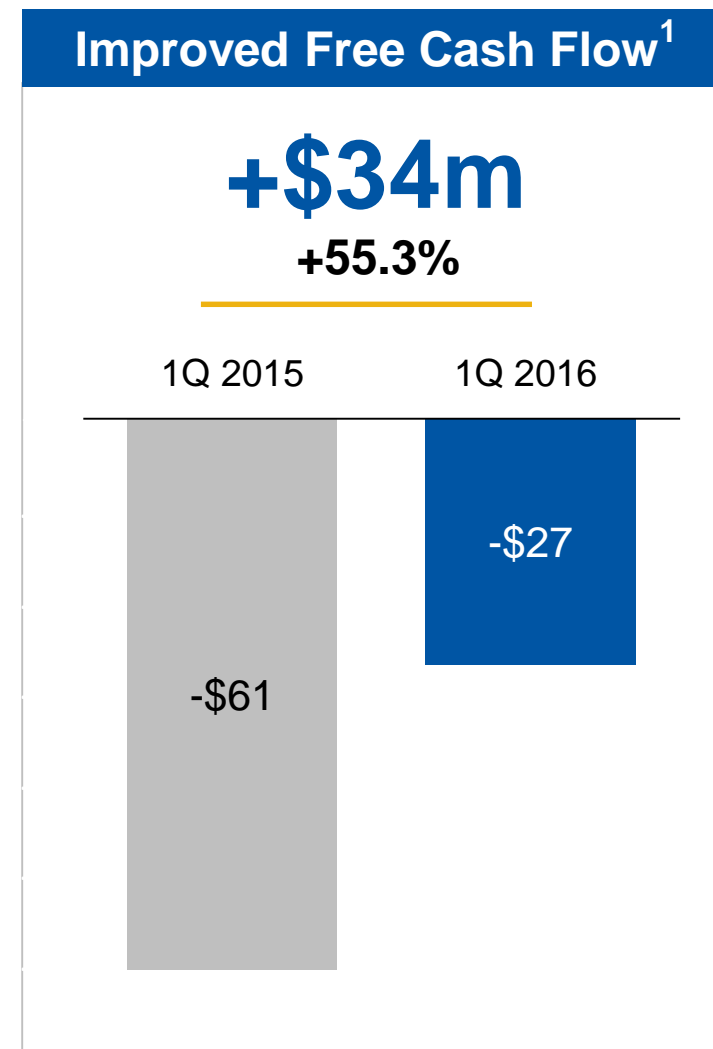
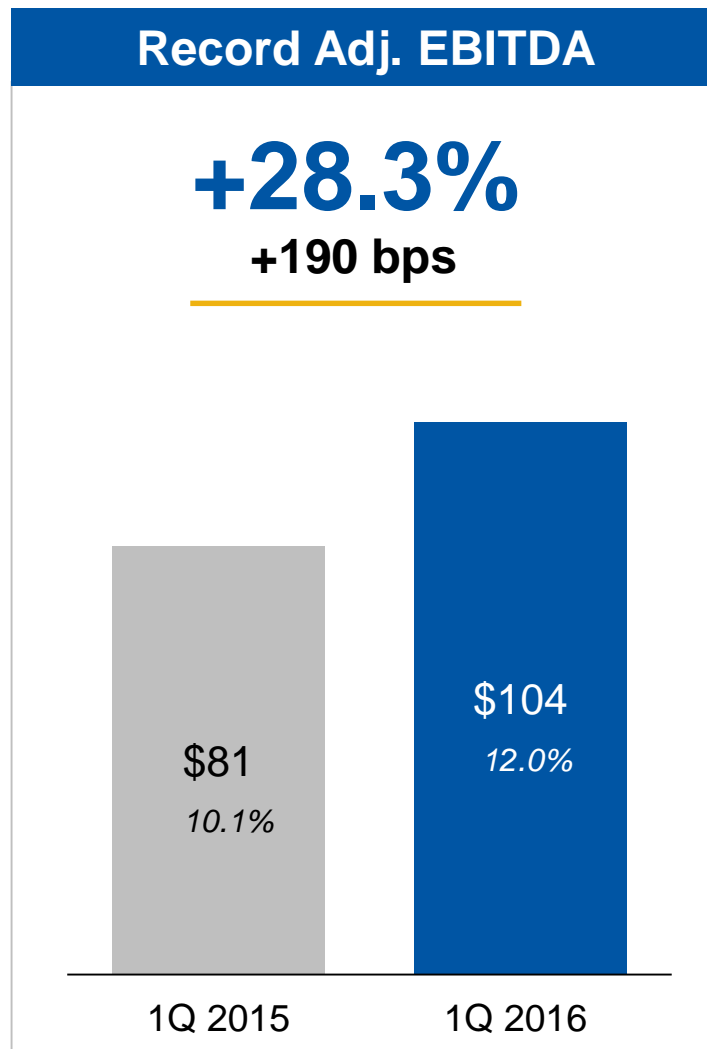
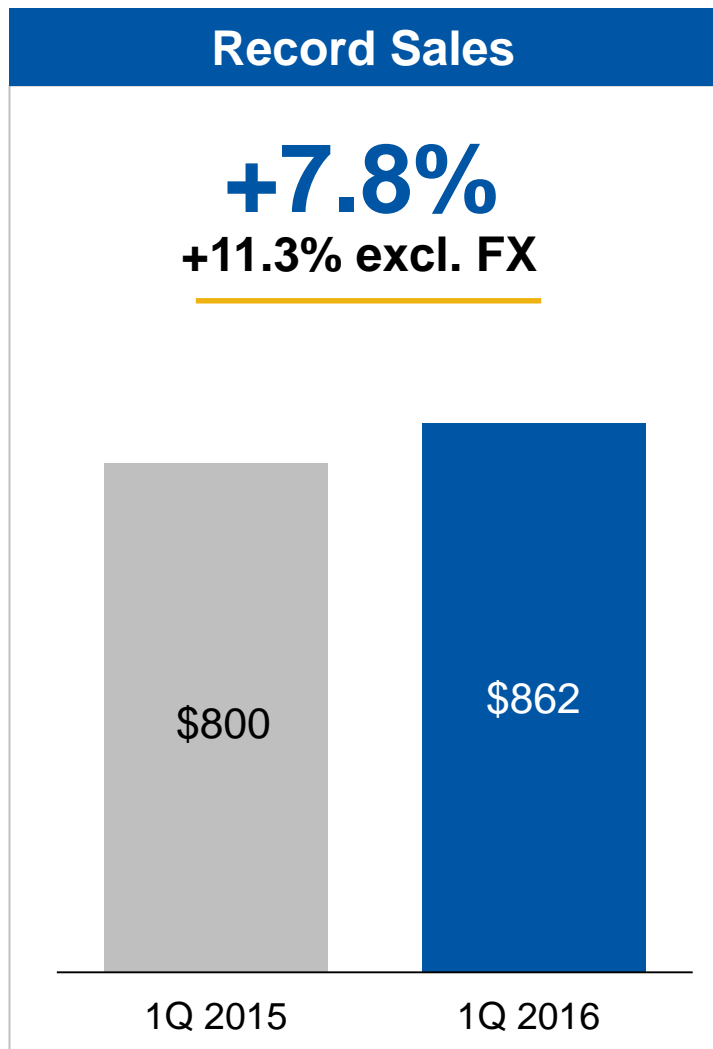
This presentation also contains estimates and other information that is based on industry publications, surveys, and forecasts. This information involves a number of assumptions and limitations, and we have not independently verified the accuracy or completeness of the information.

BUSINESS OVERVIEW

Jeff Edwards, Chairman and CEO

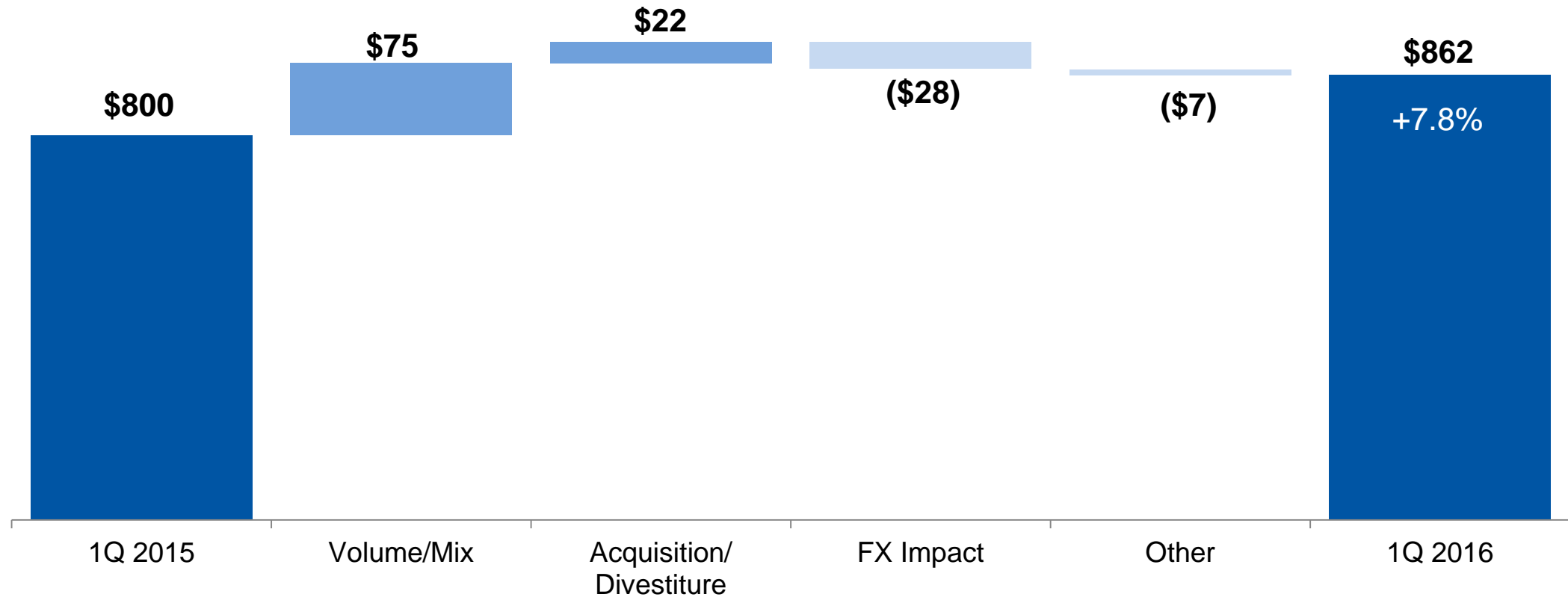
CONTINUED STRONG GROWTH AND MARGIN EXPANSION

(USD millions)



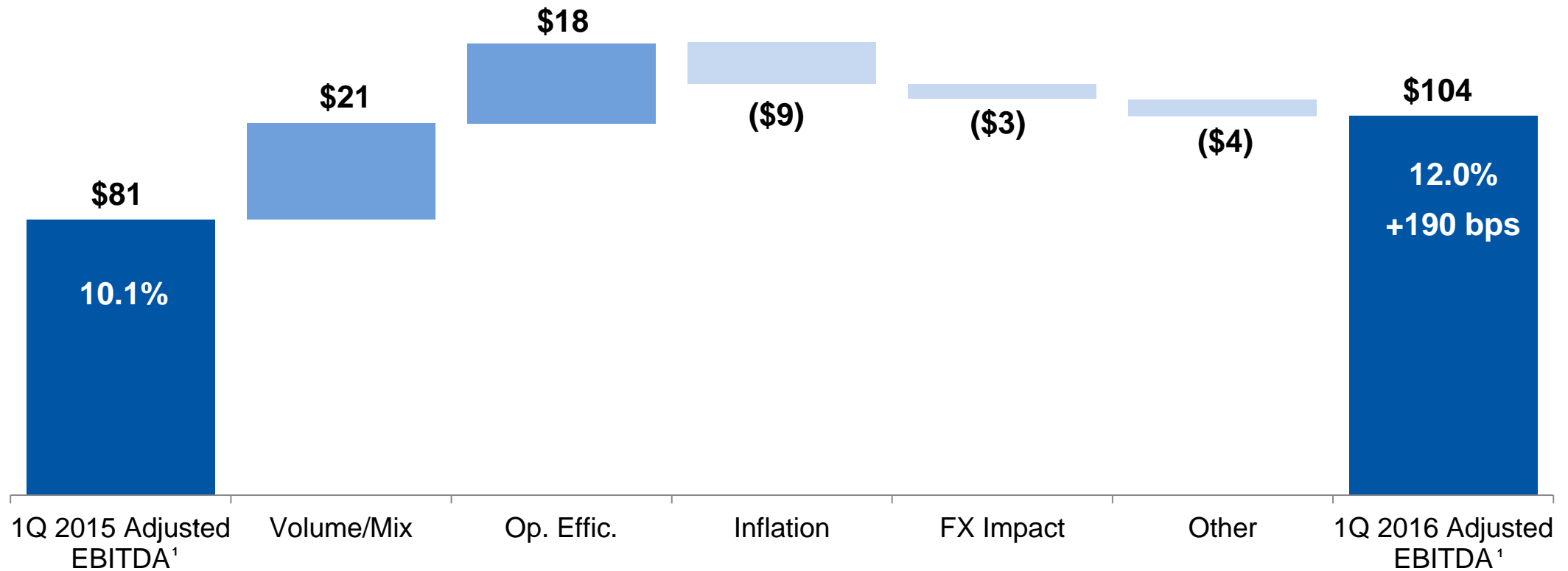
POSITIVE VOLUME AND MIX DRIVE SALES GROWTH

(USD millions)

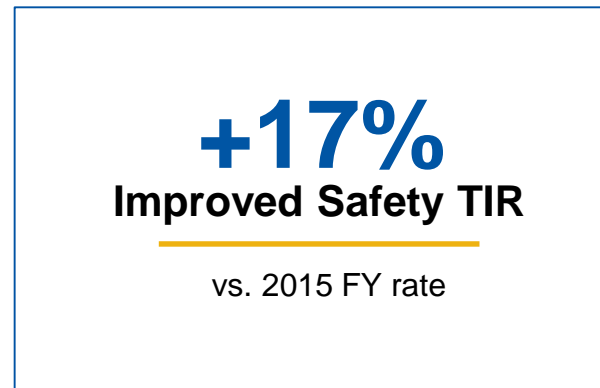
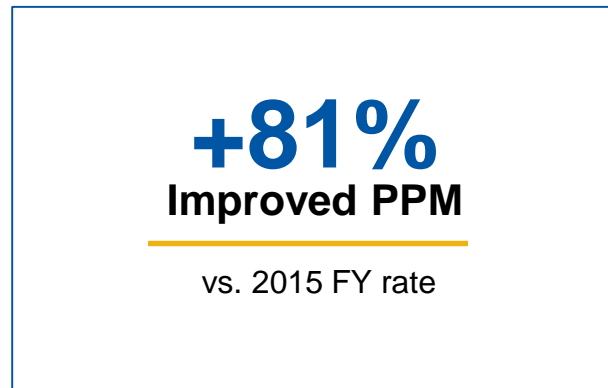


OPERATING EFFICIENCIES DRIVE MARGIN EXPANSION

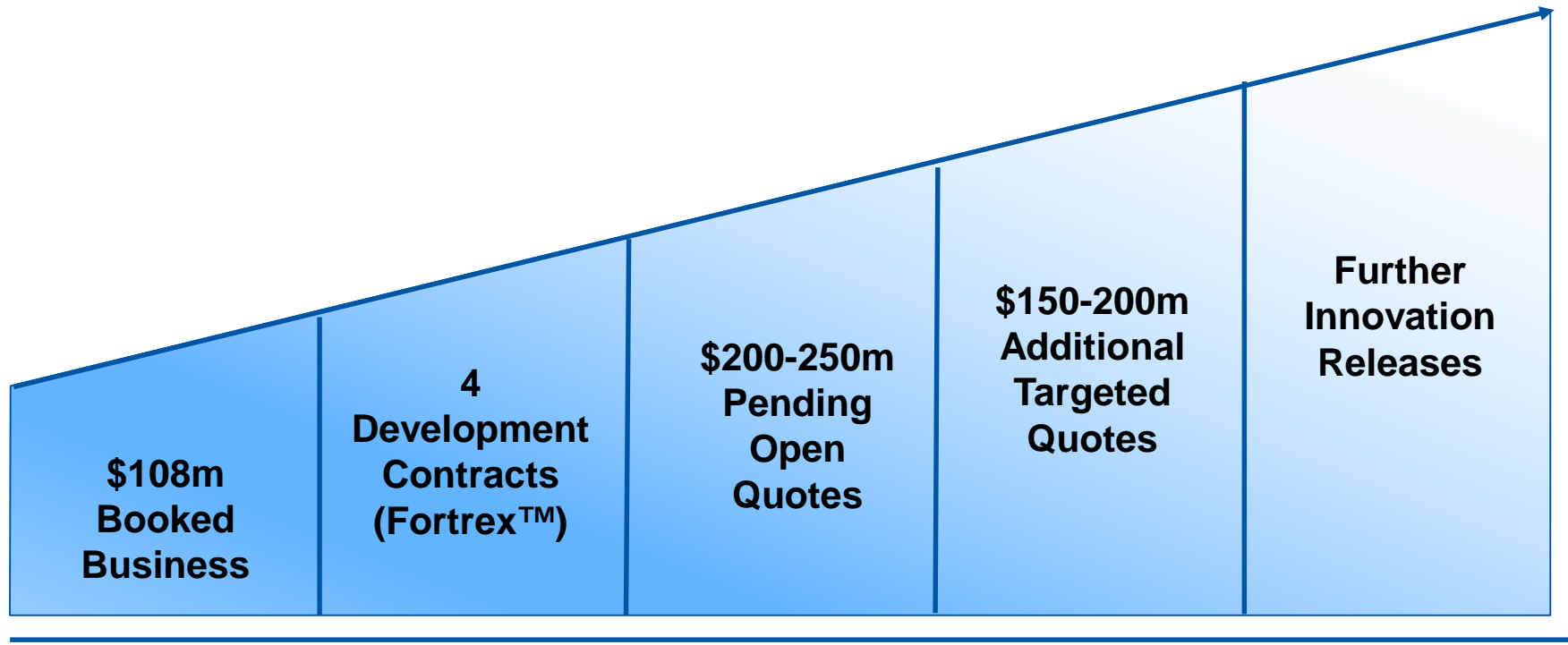
(USD millions)



CULTURE OF INNOVATION AND EXCELLENCE DRIVES RESULTS

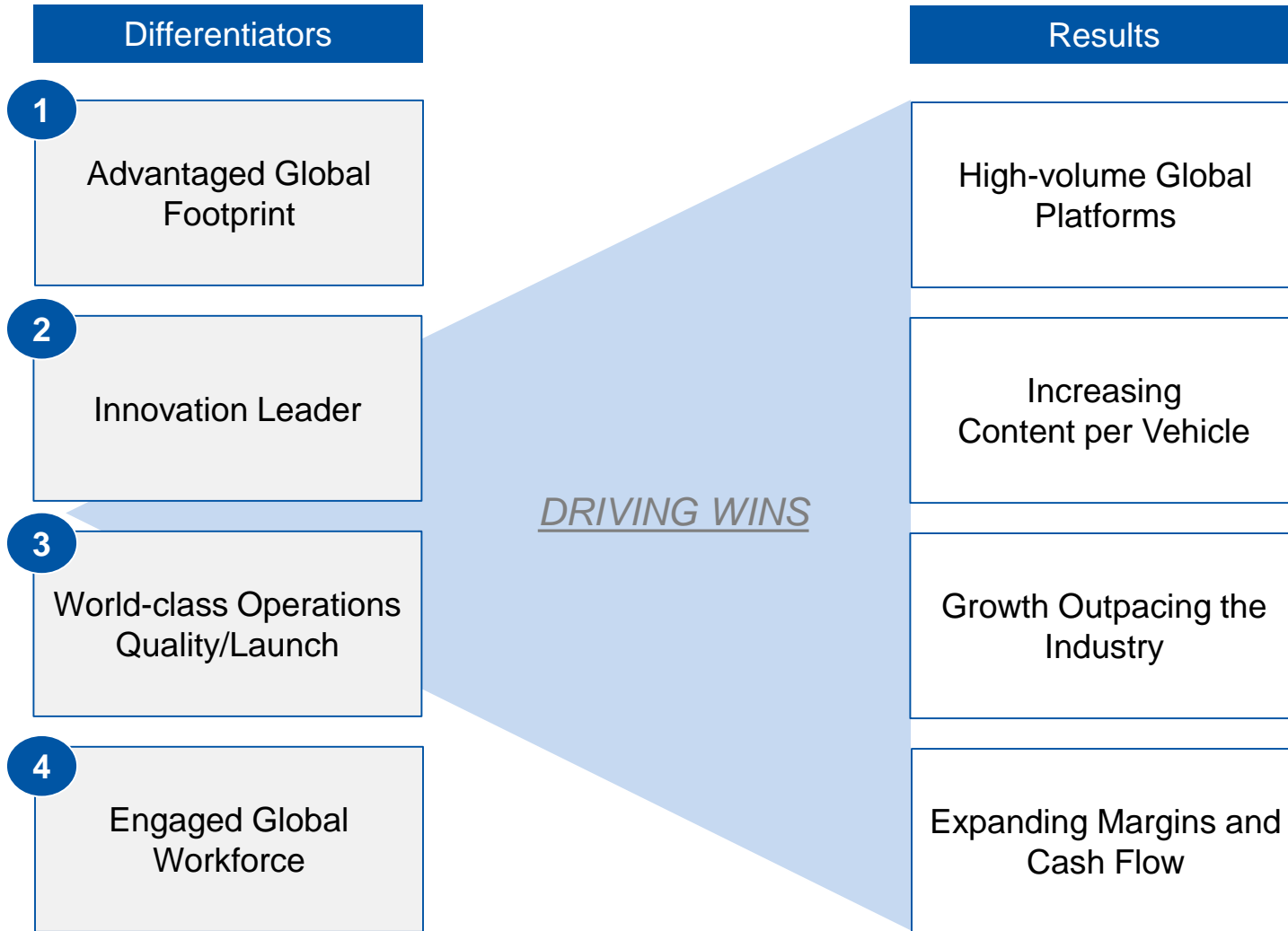


SUCCESSFULLY BRINGING INNOVATIONS TO MARKET



MagAlloy™
ArmorHose™
Gen III Quick Connect
Fortrex™

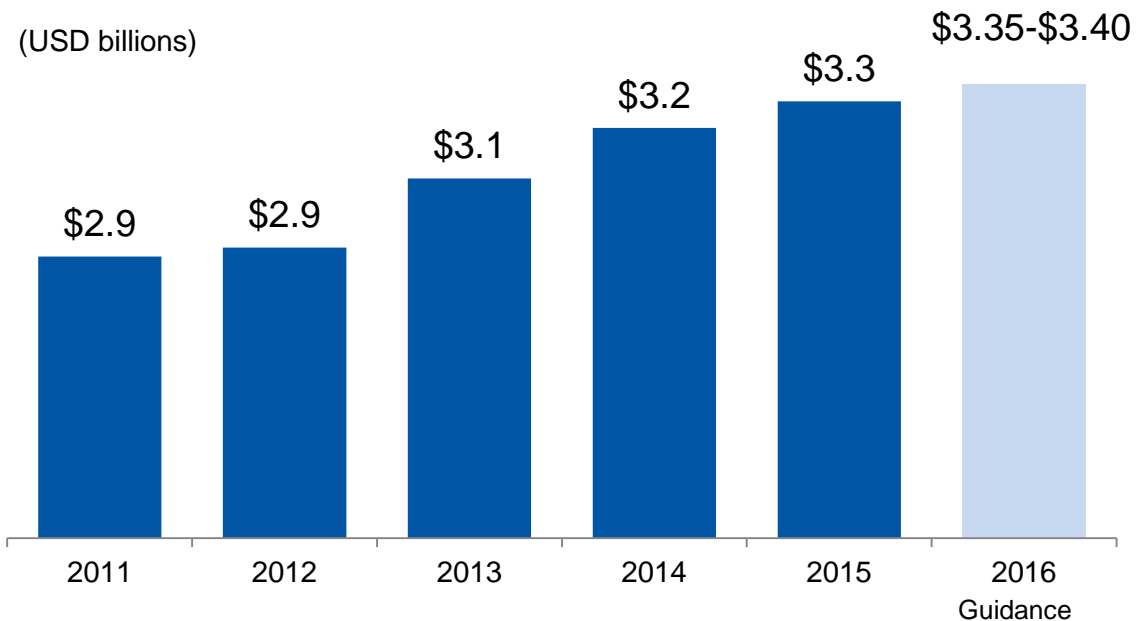
DIFFERENTIATION KEY TO COMPETITIVE ADVANTAGE



REVENUE OUTPACING INDUSTRY

Year-Over-Year % Change	2013	2014	2015	1Q 2016
CS Sales Growth	7.3%	5.0%	3.0%	7.8%
Exchange Adjustment	(0.3%)	1.0%	9.2%	3.5%
Acquisition / Divestiture Adjustment	(1.1%)	(1.3%)	(4.9%)	(2.8%)
Adjusted CS Sales Growth	5.9%	4.7%	7.3%	8.5%
Global Production Volume (Market)¹	5.1%	3.3%	2.2%	1.3%
CS Sales Growth to Market Ratio	1.2	1.4	3.3	6.5

(1) Source: IHS, excludes Japan
Numbers subject to rounding



Key Growth Drivers

- Positioning to outpace competition on global platforms
- Growing above market in all major regions
- Developing new strategic partnerships
- Commercializing break-through technology
- Laser focused on filling product line white space across customer base

FINANCIAL OVERVIEW

Matt Hardt, Executive VP and CFO

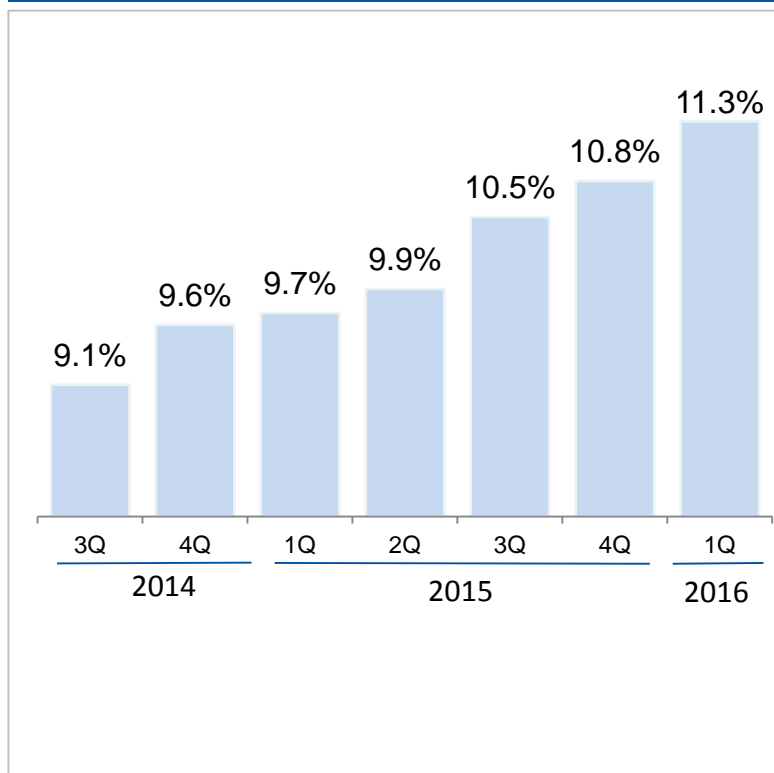
FINANCIAL RESULTS

(USD millions, except per share amounts)

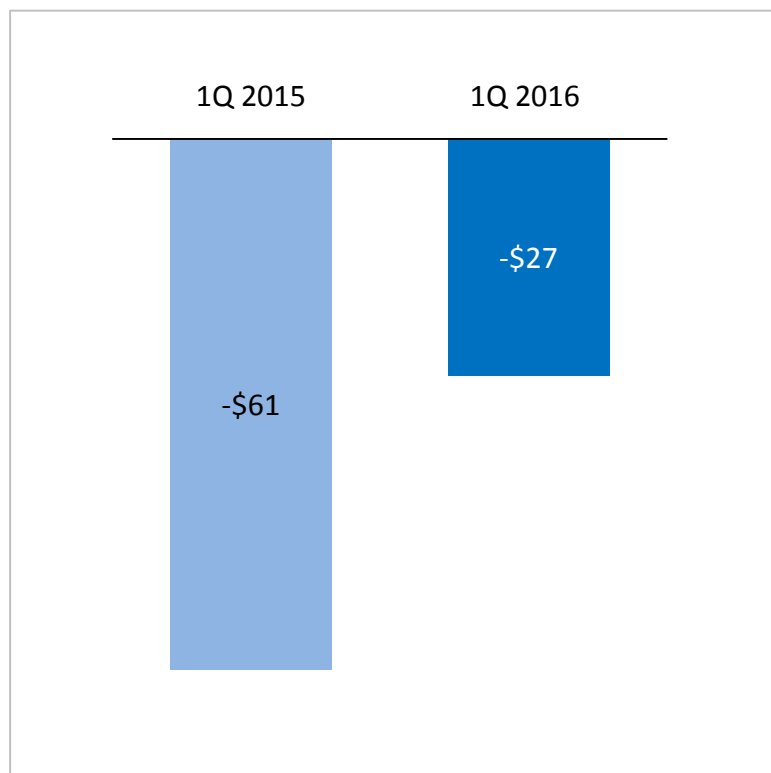
	Quarter Ended	
	Mar. 31, 2016	Mar. 31, 2015
Sales	\$862.5	\$800.1
Gross Profit	\$159.8	\$130.9
<i>% Margin</i>	<i>18.5%</i>	<i>16.4%</i>
Adjusted EBITDA ¹	\$103.6	\$80.8
<i>% Margin</i>	<i>12.0%</i>	<i>10.1%</i>
Net Income	\$30.6	\$21.0
<i>EPS (Fully diluted)</i>	<i>\$1.64</i>	<i>\$1.15</i>
Adjusted Net Income ¹	\$47.4	\$29.7
<i>Adjusted EPS (Fully diluted)</i>	<i>\$2.54</i>	<i>\$1.63</i>
CAPEX	\$55.1	\$51.3
<i>% of Sales</i>	<i>6.4%</i>	<i>6.4%</i>

STRONG MARGIN AND CASH FLOW MOMENTUM

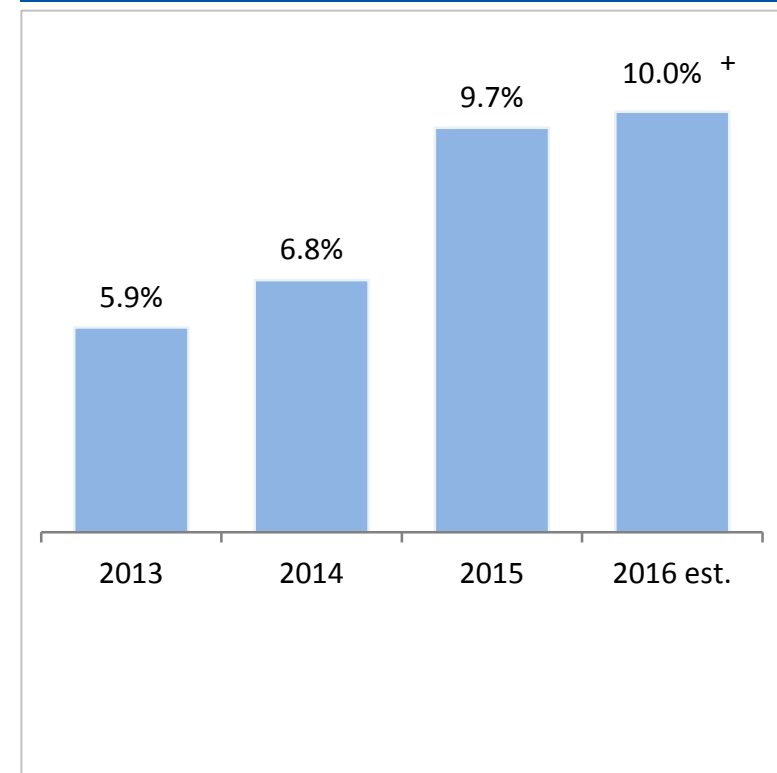
TTM Adjusted EBITDA Margin



Free Cash Flow¹ (USD millions)



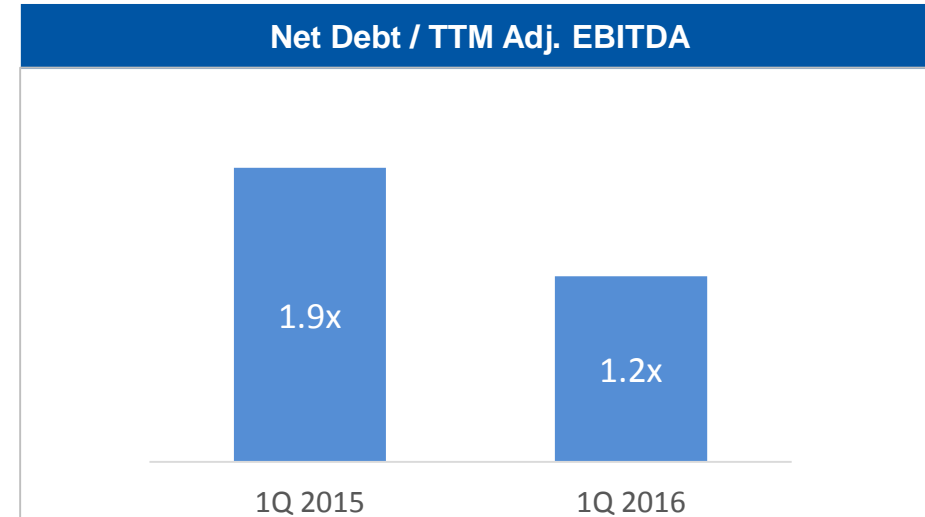
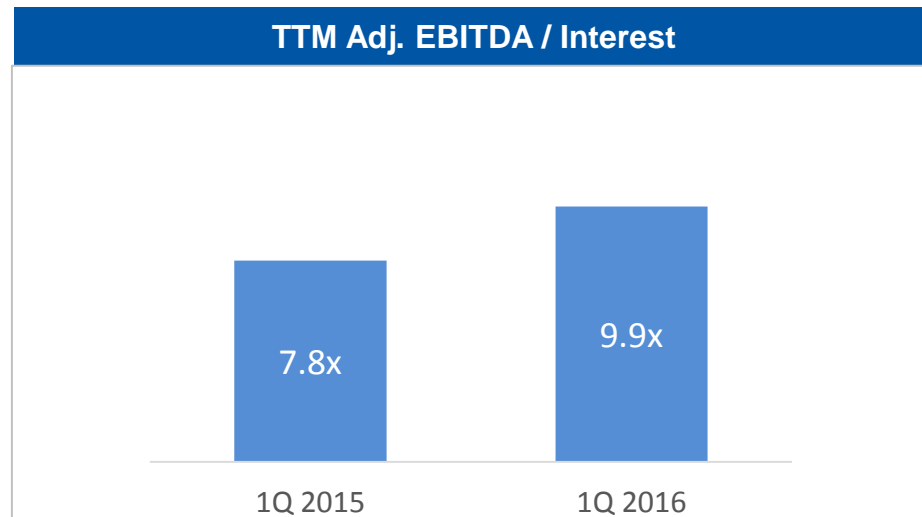
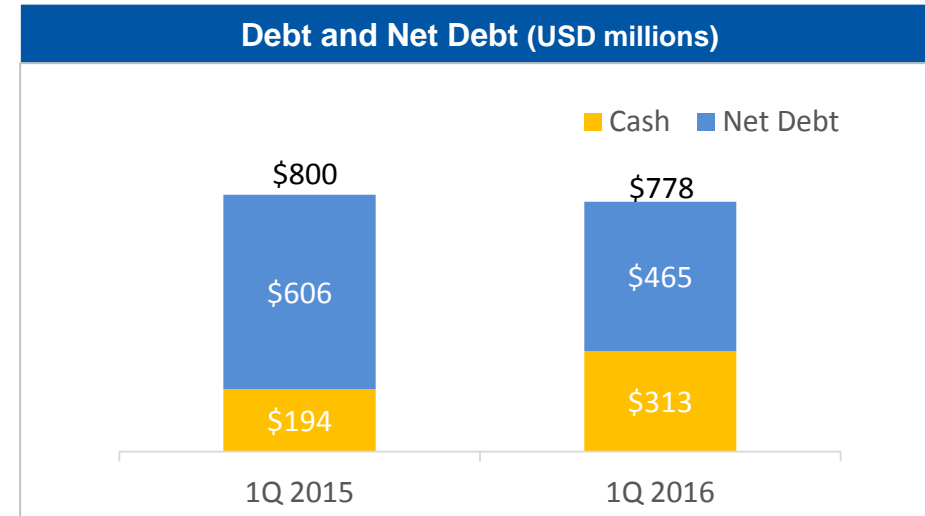
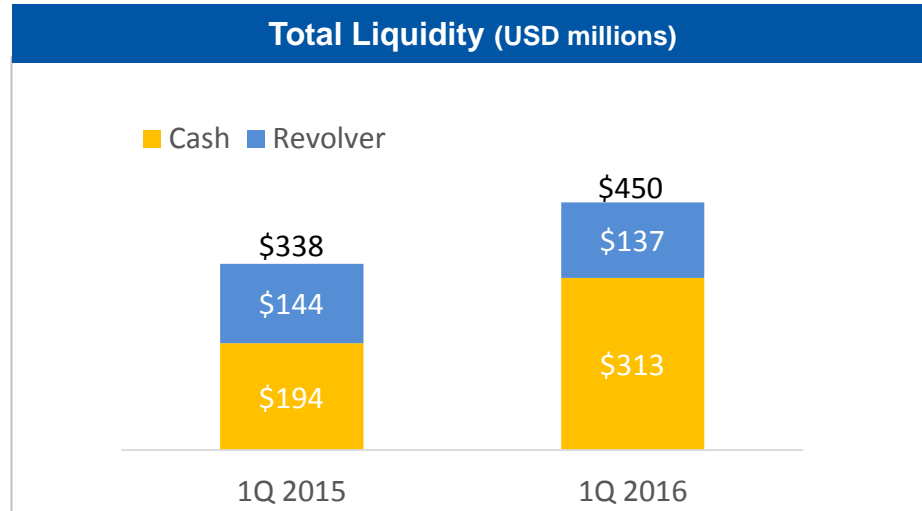
ROIC²



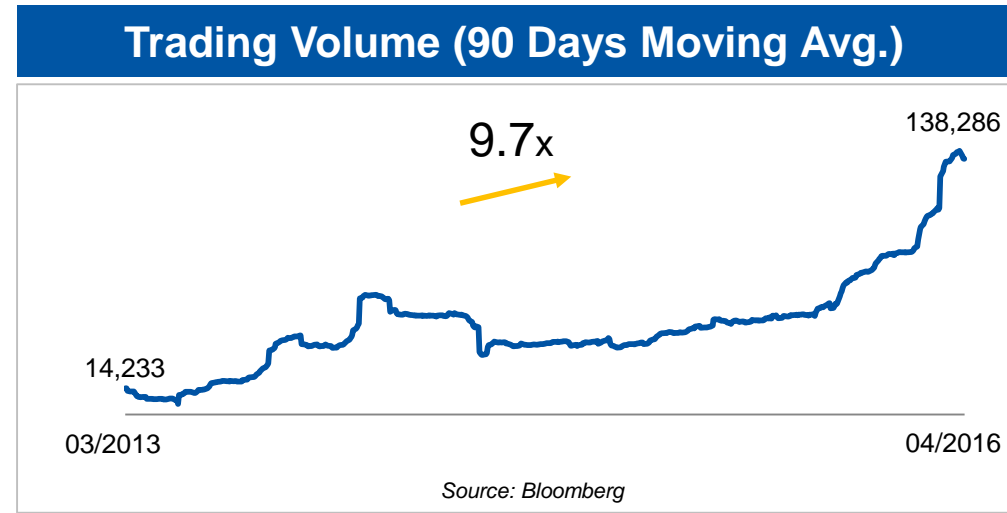
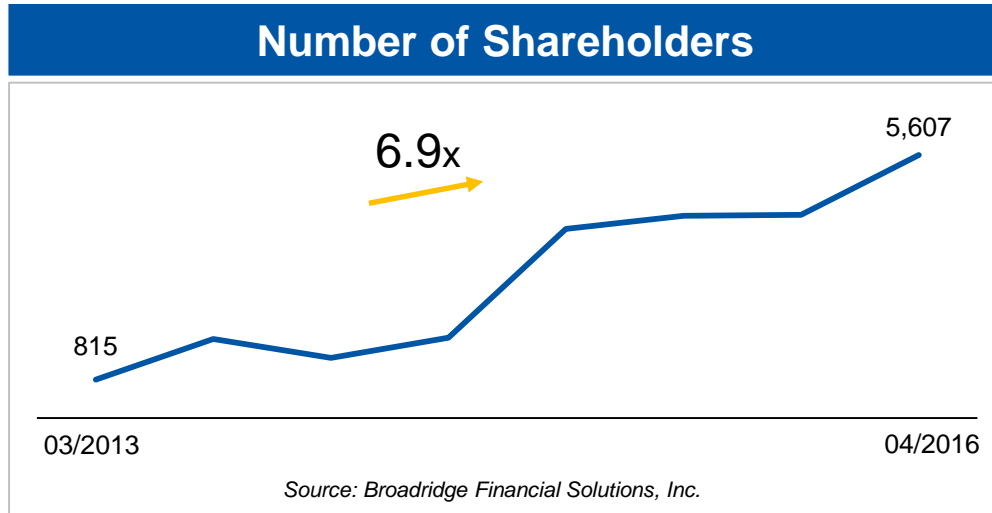
¹ Defined as cash provided by operating activities less CAPEX. See appendix.

² Bloomberg methodology. Return on invested capital is a non-GAAP measure. See appendix.

IMPROVING CREDIT PROFILE



EVOLVING SHAREHOLDER BASE, IMPROVING LIQUIDITY



Analyst Coverage

NYSE Listing 10/17/2013	Today 4/30/2016
None	<ul style="list-style-type: none"> • Bank of America Merrill Lynch • KeyBanc Capital Markets • Jefferies • Buckingham Research Group

- ### Highlights
- Increasing traditional shareholders
 - Active investor outreach program
 - Improving access to equity capital

SUMMARY AND OUTLOOK

Jeff Edwards, Chairman and CEO

2016 – MOMENTUM CONTINUES

Advantaged Global Footprint	World-class Operations	Rigorous Capital Management
<ul style="list-style-type: none">• Integrate and optimize Shenya operations• Continue transition to Eastern Europe• Fully ramp up Serbia• Fuel and brake vertical integration in China	<ul style="list-style-type: none">• Successfully launch 161 new programs• Roll out BBP in FBD and FTS product groups• Drive additional \$100 million in operating efficiency• Growth continuing to outpace the industry	<ul style="list-style-type: none">• CAPEX at or below 4.8% of sales• Further working capital reductions• Optimize tax strategies• ROIC 10%+

2016 GUIDANCE

Sales (Excl. divestitures)	\$3.35 - \$3.4 Billion
Adj. EBITDA Margin	11.3% - 11.8%
Capital Expenditures	\$155 - \$165 Million
Cash Restructuring	\$45 - \$55 Million
Cash Taxes	\$50 - \$60 Million

2016 sales guidance reflects divestiture of hard coat plastic exterior trim business (\$50.0m sales in 2015) and the runout of contract sales related to the 2014 divestiture of the thermal and emissions business (\$44.5m sales in 2015). Guidance represents a growth rate of 3.1% - 4.7% from the adjusted base sales. Capital expenditures reflect planned purchases, accrual based.

Q & A

APPENDIX

NON-GAAP FINANCIAL MEASURES

EBITDA, adjusted EBITDA, adjusted net income, return on invested capital (“ROIC”) and free cash flow (collectively “Non-GAAP Measures”) are measures not recognized under United States Generally Accepted Accounting Principles (U.S. GAAP) and which exclude certain non-cash and non-recurring items. Management considers these Non-GAAP Measures to be key indicators of the Company's operating performance and believes that these and similar measures are widely used by investors, securities analysts and other interested parties in evaluating the Company's performance. Adjusted EBITDA is defined as net income (loss) adjusted to reflect income tax expense, interest expense net of interest income, depreciation and amortization, and certain items that management does not consider to be reflective of the Company's core operating performance. Adjusted net income is defined as net income (loss) adjusted to reflect certain unusual, non-cash or non-recurring items that management does not consider to be reflective of the Company's core operating performance. Free cash flow is defined as cash provided by operating activities minus CAPEX. See reconciliation table for ROIC calculation.

When analyzing the Company's operating performance, investors should use these Non-GAAP Measures as supplements to, and not as alternatives for, net income (loss), operating income, or any other performance measure derived in accordance with U.S. GAAP, nor as an alternative to cash flow from operating activities as a measure of the Company's performance. These Non-GAAP Measures have limitations as analytical tools and should not be considered in isolation or as substitutes for analysis of the Company's results of operations as reported under U.S. GAAP. Other companies may report these Non-GAAP measures differently and therefore Cooper Standard's results may not be comparable to other similarly titled measures of other companies. In addition, in evaluating adjusted EBITDA and adjusted net income, it should be noted that in the future Cooper Standard may incur expenses similar to or in excess of the adjustments in this presentation. This presentation of adjusted EBITDA and adjusted net income should not be construed as an inference that Cooper Standard's future results will be unaffected by unusual or non-recurring items.

EBITDA AND ADJUSTED EBITDA RECONCILIATION

(USD thousands)

	<u>Three Months Ended March 31,</u>	
	<u>2016</u>	<u>2015</u>
Net income attributable to Cooper-Standard Holdings Inc.	\$ 30,599	\$ 20,987
Income tax expense	15,553	14,741
Interest expense, net of interest income	9,752	9,157
Depreciation and amortization	30,205	26,599
EBITDA	\$ 86,109	\$ 71,484
Gain on remeasurement of previously held equity interest ⁽¹⁾	—	(11,622)
Restructuring charges	10,832	18,840
Secondary offering fees and expenses ⁽²⁾	6,500	—
Amortization of inventory write-up ⁽³⁾	—	1,419
Acquisition costs	—	546
Other	155	96
Adjusted EBITDA	<u>\$ 103,596</u>	<u>\$ 80,763</u>

(1) Gain on remeasurement of previously held equity interest in Shenya.

(2) Fees and expenses associated with the March 2016 secondary offering.

(3) Amortization of write-up of inventory to fair value for the Shenya acquisition.

ADJUSTED EBITDA MARGIN, FINANCIAL RATIOS

TWELVE MONTHS ENDED MARCH 31, 2016

(USD millions)

	Three Months Ended				Twelve Months Ended
	30-Jun-15	30-Sep-15	31-Dec-15	31-Mar-16	31-Mar-16
Net income (loss)	\$ 36.5	\$ 32.7	\$ 21.7	\$ 30.6	\$ 121.5
Income tax expense/(benefit)	16.4	12.9	(2.8)	15.6	42.1
Interest expense, net of interest income	9.3	9.5	10.3	9.8	38.8
Depreciation and amortization	29.4	29.3	29.2	30.2	118.1
EBITDA	\$ 91.6	\$ 84.4	\$ 58.4	\$ 86.1	\$ 320.5
Restructuring (1)	7.4	8.6	19.0	10.8	45.8
Secondary offering fees and expenses	-	-	-	6.5	6.5
Impairment Charges (2)	-	-	21.6	-	21.6
Gain on remeasurement of previously held equity interest (3)	(2.6)	-	-	-	(2.6)
Gain on divestiture (4)	-	-	(8.0)	-	(8.0)
Acquisition Costs	0.4	0.3	0.3	-	1.0
Other	0.2	-	-	0.2	0.4
Adjusted EBITDA	\$ 97.0	\$ 93.3	\$ 91.3	\$ 103.6	\$ 385.2
Net Leverage					
Debt payable within one year					\$47.6
Long-term debt					730.8
Less: cash and cash equivalents					(313.1)
Net Leverage					\$ 465.4
Net Leverage Ratio					1.2
Interest coverage ratio					9.9
Sales	\$ 860.8	\$ 827.5	\$ 854.4	\$ 862.5	\$ 3,405.2
Adjusted EBITDA as a percent of Sales	11.3%	11.3%	10.7%	12.0%	11.3%

(1) Includes non-cash restructuring

(2) Impairment charges related to fixed assets of \$13.6 million and intangible assets of \$8.0 million.

(3) Gain on the remeasurement of previously held equity interest in Shenya

(4) Gain on sale of hard coat plastic exterior trim business in Rockford, TN

EPS AND ADJUSTED EPS RECONCILIATION

(USD thousands except share and per share amounts)

	Quarter Ended Mar. 31,	
	2016	2015
(All adjustments are net of tax)		
Net income attributable to Cooper Standard Holdings Inc.	\$ 30,599	\$ 20,987
Restructuring expense	10,461	18,682
Secondary offering fees and expenses	6,272	-
Gain on remeasurement of previously held equity interest	-	(11,622)
Amortization of inventory write-up	-	1,206
Acquisition costs	-	339
Other	96	60
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Adjusted Net Income	\$ 47,428	\$ 29,652
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Basic Shares Outstanding	17,442,364	17,037,283
Diluted Shares Outstanding	18,677,448	18,237,452
Adjusted Earnings per basic share	\$ 2.72	\$ 1.74
Adjusted Earnings per diluted share	\$ 2.54	\$ 1.63

FREE CASH FLOW

(USD thousands)

	<u>Quarter Ended March 31,</u>	
	<u>2016</u>	<u>2015</u>
Net cash provided by (used in) operating activities	\$ 27,914	\$ (9,540)
Capital expenditures	<u>(55,090)</u>	<u>(51,315)</u>
Free cash flow	<u>\$ (27,176)</u>	<u>\$ (60,855)</u>

ROIC CALCULATION (BLOOMBERG METHODOLOGY)

(USD millions)

	2013		2014		2015
	<u>Actual</u>		<u>Actual</u>		<u>Actual</u>
<u>NOPAT</u>					
Net Income	\$ 45.3	\$	45.5	\$	111.8
Add Net Interest Income/Expense (after tax)	27.4		23.5		28.0
Minus Equity Earnings (after tax)	(5.5)		(3.1)		(4.2)
Plus/Minus Other Income/Expense (after tax)	3.7		18.9		(7.2)
Plus Pension Expense	7.3		6.9		4.9
Minus Service Cost (Pension)	(4.8)		(4.2)		(4.4)
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NOPAT	\$ 73.3	\$	87.4	\$	128.9
<u>Total Invested Capital</u>					
Total Debt	\$ 684.4	\$	785.9		777.9
Total Equity	620.7		552.7		614.8
Deferred tax asset (net of deferred tax liability)	(23.1)		(36.1)		(44.4)
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Total Invested Capital	\$ 1,282.1	\$	1,302.5	\$	1,348.3
Average Total Invested Capital	\$ 1,236.2	\$	1,292.3	\$	1,325.4
Return on Invested Capital	5.9%		6.8%		9.7%

2016 GUIDANCE KEY ASSUMPTIONS

NA Production	18.2 Million Units
European Production	21.2 Million Units
Avg. Full Year FX Rates	
Euro	1 EUR = \$1.12 USD
Canadian Dollar	1 CAD = \$0.79 USD
Mexican Peso	\$1.00 USD = 16.3 MXN