

SUPERIOR INDUSTRIES INTERNATIONAL INC
 Form 4
 December 29, 2014

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 *
BORICK STEVEN J

2. Issuer Name and Ticker or Trading Symbol
SUPERIOR INDUSTRIES INTERNATIONAL INC [SUP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2707 KIPLING STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/26/2014

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

HOUSTON, TX 77098
 (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) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|-------|
| | | | | Code | V | Amount | | | | (A) or (D) | Price |
| Common Stock | 12/26/2014 | | M | | | 24,633 | A | \$ 0 | 24,733 | D | |
| Common Stock | 12/26/2014 | | S | | | 24,633 | D | \$ 20.0716 (1) | 100 | D | |
| Common Stock | 12/29/2014 | | M | | | 17,931 | A | \$ 0 | 18,031 | D | |
| Common Stock | 12/29/2014 | | S | | | 17,931 | D | \$ 19.8113 (2) | 100 | D | |

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (Right to Buy) | \$ 17.56 | 12/26/2014 | | M | 24,633 | 08/09/2007 ⁽³⁾ 04/30/2015 | Common Stock | 24,633 |
| Stock Option (Right to Buy) | \$ 17.56 | 12/29/2014 | | M | 17,931 | 08/09/2007 ⁽³⁾ 04/30/2015 | Common Stock | 17,931 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BORICK STEVEN J 2707 KIPLING STREET HOUSTON, TX 77098 | | | | |

Signatures

/s/ Steven J. Borick 12/29/2014

**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) Represents the weighted average sales price. The shares were sold at prices ranging from \$20.00 to \$20.19 per share. Full information regarding the number of shares sold at each price shall be provided to the Securities and Exchange Commission staff (the Staff), Issuer, or

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a security holder of Issuer, upon request.

Represents the weighted average sales price. The shares were sold at prices ranging from \$19.75 to \$19.99 per share. Full information

(2) regarding the number of shares sold at each price shall be provided to the Securities and Exchange Commission staff (the Staff), Issuer, or a security holder of Issuer, upon request.

(3) These options vested 25% on August 09, 2007, 25% on August 09, 2008, 25% on August 09, 2009 and 25% on August 09, 2010.

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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