TRIMAS CORP Form 4

November 14, 2013

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

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OMB APPROVAL

2005

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Symbol

(Print or Type Responses)

(Last)

(City)

1(b).

1. Name and Address of Reporting Person * Tredwell Daniel P

(Middle)

(Zin)

TRIMAS CORP [TRS]

2. Issuer Name and Ticker or Trading

Issuer

(Check all applicable)

5. Relationship of Reporting Person(s) to

177 BROAD STREET, 10TH **FLOOR**

(First)

(Street)

(State)

3. Date of Earliest Transaction

_X__ Director Officer (give title below)

10% Owner _ Other (specify

4. If Amendment, Date Original

(Month/Day/Year)

11/12/2013

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

STAMFORD, CT 06901

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative (Securi	ities Acqu	iired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securit or(A) or Dis (Instr. 3,	sposed 4 and 3 (A) or	l of (D)	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 Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price \$	(======================================		See
Common Stock	11/12/2013		S	45,000	D	37.84 (1)	1,069,327	I	Footnote (2)
Common Stock	11/13/2013		S	27,100	D	\$ 37.69 (3)	1,042,227	I	See Footnote (2)
Common Stock	11/14/2013		S	19,000	D	\$ 37.41 (4)	1,023,227	I	See Footnote (2)
Common Stock							3,448	D	

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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 displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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. Transact Code (Instr. 8)	5. forNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	
				Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

	Relationships
Reporting Owner Name / Address	•

Director 10% Owner Officer Other

Tredwell Daniel P 177 BROAD STREET 10TH FLOOR STAMFORD, CT 06901

X

Signatures

/s/ Paula Reno attorney-in-fact

**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).
- Represents the weighted average sale price of \$37.84 rounded to the nearest hundredths. The highest price at which the shares were sold was \$38.24 and the lowest price at which the shares were sold was \$37.50, in each case, rounded to the nearest hundredths. The Reporting Person undertakes that he will provide, upon request by the staff of the U.S. Securities and Exchange Commission, full information regarding the number of securities sold at each separate price.
- These securities are owned directly by funds affiliated with Heartland Industrial Associates, L.L.C. ("Heartland"). The Reporting Person is the Managing Member of Heartland. The Reporting Person disclaims beneficial ownership (as defined in Rule 16a-1(a)(2)) of these securities except to the extent of his pecuniary interest therein.

Reporting Owners 2

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- Represents the weighted average sale price of \$37.69 rounded to the nearest hundredths. The highest price at which the shares were sold was \$37.78 and the lowest price at which the shares were sold was \$37.53, in each case, rounded to the nearest hundredths. The Reporting Person undertakes that he will provide, upon request by the staff of the U.S. Securities and Exchange Commission, full information regarding the number of securities sold at each separate price.
- Represents the weighted average sale price of \$37.41 rounded to the nearest hundredths. The highest price at which the shares were sold was \$37.68 and the lowest price at which the shares were sold was \$37.32, in each case, rounded to the nearest hundredths. The Reporting Person undertakes that he will provide, upon request by the staff of the U.S. Securities and Exchange Commission, full information regarding the number of securities sold at each separate price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.