

COAST DISTRIBUTION SYSTEM INC

Form 4

August 21, 2015

**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 \*  
**THROOP ROBERT S**

2. Issuer Name **and** Ticker or Trading  
Symbol

**COAST DISTRIBUTION SYSTEM  
INC [CRV]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

**350 WOODVIEW AVENUE**

(Street)

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

**08/19/2015**

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

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

**MORGAN HILL, CA 95037**

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                          | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       | 08/19/2015                              |                                                             | U                                       |                                                                            | 25,000                                                                                                             | D                                                                    | \$<br>5.5                                                         |
|                                       |                                         |                                                             |                                         |                                                                            | 0                                                                                                                  |                                                                      |                                                                   |

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

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

# Edgar Filing: COAST DISTRIBUTION SYSTEM INC - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                        |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|----------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                       | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount<br>or<br>Number<br>of<br>Shares |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 4.9                                                                | 08/19/2015                              |                                                             | D                                       | 2,000                                                                                                           | 03/03/2006                                                     | 08/31/2015         | Common<br>Stock                                                     | 2,000<br><u>(1)</u>                    |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 3.1                                                                | 08/19/2015                              |                                                             | D                                       | 2,000                                                                                                           | 02/28/2009                                                     | 08/28/2018         | Common<br>Stock                                                     | 2,000<br><u>(1)</u>                    |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 2.77                                                               | 08/19/2015                              |                                                             | D                                       | 2,000                                                                                                           | 02/25/2010                                                     | 08/25/2019         | Common<br>Stock                                                     | 2,000<br><u>(1)</u>                    |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 4.25                                                               | 08/19/2015                              |                                                             | D                                       | 2,000                                                                                                           | 02/10/2011                                                     | 08/10/2020         | Common<br>Stock                                                     | 2,000<br><u>(1)</u>                    |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 2.74                                                               | 08/19/2015                              |                                                             | D                                       | 2,000                                                                                                           | 02/23/2012                                                     | 08/23/2021         | Common<br>Stock                                                     | 2,000<br><u>(1)</u>                    |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 1.8                                                                | 08/19/2015                              |                                                             | D                                       | 2,000                                                                                                           | 02/28/2013                                                     | 08/28/2022         | Common<br>Stock                                                     | 2,000<br><u>(1)</u>                    |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 3.87                                                               | 08/19/2015                              |                                                             | D                                       | 2,000                                                                                                           | 02/27/2014                                                     | 08/27/2023         | Common<br>Stock                                                     | 2,000<br><u>(1)</u>                    |

|                                                  |        |            |   |       |            |            |                 |                     |
|--------------------------------------------------|--------|------------|---|-------|------------|------------|-----------------|---------------------|
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 3.3 | 08/19/2015 | D | 2,000 | 02/26/2015 | 08/26/2024 | Common<br>Stock | 2,000<br><u>(1)</u> |
|--------------------------------------------------|--------|------------|---|-------|------------|------------|-----------------|---------------------|

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |         |       |
|-----------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                 | Director      | 10% Owner | Officer | Other |
| THROOP ROBERT S<br>350 WOODVIEW AVENUE<br>MORGAN HILL, CA 95037 |               |           | X       |       |

## Signatures

/s/ Robert S  
Throop

08/21/2015

\*\*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).

Each of these options was cancelled pursuant to the terms of the Agreement and Plan of Merger, dated as of July 8, 2015, by and among  
(1) LKQ Corporation, Keystone Automotive Operations, Inc., KAO Acquisition Sub, Inc. and the issuer, in exchange for a cash payment, on August 19, 2015, in an amount equal to the difference between \$5.50 per share and the respective per share exercise prices of the options.

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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