

Tesoro Thomas
Form 4
October 15, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Tesoro Thomas

2. Issuer Name and Ticker or Trading Symbol
STANDARD MOTOR PRODUCTS INC [SMP]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
VP Human Resources

(Last) (First) (Middle)
STANDARD MOTOR PRODUCTS, INC., 37-18 NORTHERN BLVD.
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/11/2018

LONG ISLAND CITY, NY 11101

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

(City) (State) (Zip)

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)
				(A) or (D)	Price		
Common Stock	10/11/2018		A	2,875	A \$ 0 ⁽¹⁾	33,331	D
Common Stock	10/12/2018		A	1,191	A \$ 0 ⁽²⁾	34,522	D
Common Stock	10/15/2018		S	1,100	D \$ 44.13 ⁽³⁾	33,422	D
Common Stock						1,589 ⁽⁴⁾	D

Edgar Filing: Tesoro Thomas - Form 4

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)

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

Table with 10 columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, if any, 4. Transaction Code, 5. Number of Derivative Securities Acquired (A) or Disposed of (D), 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Price of Derivative Security, 9. Number of Derivative Securities Owned Beneficially. Includes sub-columns for Date Exercisable and Expiration Date, Code, V, (A), (D), Title, and Amount or Number of Shares.

Reporting Owners

Table with 2 main columns: Reporting Owner Name / Address and Relationships. Relationships sub-columns include Director, 10% Owner, Officer, and Other. Example entry for Tesoro Thomas, STANDARD MOTOR PRODUCTS, INC.

Signatures

/s/ Thomas 10/15/2018
Tesoro

**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.
(1) Grant of restricted stock under the Company's 2016 Omnibus Incentive Plan.
(2) Shares granted upon the vesting of a performance share award issued to the reporting person in October 2015 under the Company's 2006 Omnibus Incentive Plan.
(3) This transaction was a broker-assisted sale of shares to cover the payment of withholding tax liability incurred upon the vesting of restricted stock and a performance share award issued to the reporting person in October 2015 under the Company's 2006 Omnibus Incentive Plan.

Edgar Filing: Tesoro Thomas - Form 4

security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (4) ESOP shares beneficially owned. Allocations and/or dispositions may have occurred since the date of the reporting person's last ownership report.

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.