

Utrup Chad M
Form 4
May 28, 2010

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Utrup Chad M

(Last) (First) (Middle)

C/O COMMERCIAL VEHICLE
GROUP, INC., 7800 WALTON
PARKWAY

(Street)

NEW ALBANY, OH 43054

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Commercial Vehicle Group, Inc.
[CVGI]

3. Date of Earliest Transaction
(Month/Day/Year)
05/26/2010

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
EVP, Chief Financial Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$0.01 par value	05/26/2010		S	9,833	D \$ 11	157,929	D
Common Stock, \$0.01 par value	05/26/2010		M	23,917	A \$ 5.54	181,846	D
Common Stock,	05/26/2010		S	23,917	D \$	157,929	D
					11.0043		

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\$0.01 par
value

Common
Stock,
\$0.01 par
value

05/26/2010

M

11,765 A

\$ 5.54

169,694

D

Common
Stock,
\$0.01 par
value

05/26/2010

S

11,765 D

\$ 11

157,929

D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 5.54	05/26/2010		M	23,917	05/20/2004 04/30/2014	Common Stock, \$0.01 par value 23,917
Stock Option (right to buy)	\$ 5.54	05/26/2010		M	11,765	05/20/2004 04/30/2014	Common Stock, \$0.01 par value 11,765

Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

Utrup Chad M
C/O COMMERCIAL VEHICLE GROUP, INC.
7800 WALTON PARKWAY

EVP, Chief Financial Officer

NEW ALBANY, OH 43054

Signatures

/s/ Elisabeth M. Martin, under Power of
Attorney

05/28/2010

__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) These options were granted, and no price was paid therefor.

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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