

SUPERIOR INDUSTRIES INTERNATIONAL INC
 Form 4
 March 24, 2005

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 *
 COLBURN PHILIP W

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)
 7800 WOODLEY AVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/24/2005

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

VAN NUYS, CA 91406
 (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) Code V Amount Price | 930 | I | by Trust |

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)

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| 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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option (right to buy) | \$ 25 | 03/23/2005 | | A | V 3,000 | 03/23/2005 03/23/2015 | Common Stock | 3,000 |
| Incentive Stock Option (right to buy) | \$ 29.4 | | | | | 09/20/2002 09/20/2011 | Common Stock | 1,000 |
| Incentive Stock Option (right to buy) | \$ 42.87 | | | | | 12/19/2004 12/19/2013 | Common Stock | 1,000 |
| Non-Qualified Stock Option (right to buy) | \$ 20.63 | | | | | 09/03/1999 09/03/2008 | Common Stock | 2,000 |
| Non-Qualified Stock Option (right to buy) | \$ 24.5 | | | | | 02/01/1996 02/01/2005 | Common Stock | 1,000 |
| Non-Qualified Stock Option (right to buy) | \$ 25.88 | | | | | 09/24/2000 09/24/2009 | Common Stock | 2,000 |
| Non-Qualified Stock Option (right to buy) | \$ 28 | | | | | 09/20/2001 09/20/2010 | Common Stock | 2,000 |
| Non-Qualified Stock Option (right to buy) | \$ 34.4 | | | | | 05/05/2005 05/05/2014 | Common Stock | 500 |
| Non-Qualified Stock Option (right to buy) | \$ 36.2 | | | | | 10/09/2003 10/09/2012 | Common Stock | 1,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

COLBURN PHILIP W
7800 WOODLEY AVE X
VAN NUYS, CA 91406

Signatures

By: Daniel Levine For: Philip W. 03/24/2005
Colburn

__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).

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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