

KLESTINEC STEPHEN J
Form 4/A
May 23, 2011

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 *
KLESTINEC STEPHEN J

2. Issuer Name and Ticker or Trading Symbol
CORE MOLDING TECHNOLOGIES INC [CMT]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Vice President and COO

(Last) (First) (Middle)
CORE MOLDING TECHNOLOGIES, INC., 800 MANOR PARK DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/20/2011

COLUMBUS, OH 43228
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
05/23/2011

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)
				(A) or (D)	Price		
Common Stock	05/20/2011		F(1)	V	1,814 (2)	D	\$ 87,216 (3) D
					9.5		

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KLESTINEC STEPHEN J CORE MOLDING TECHNOLOGIES, INC. 800 MANOR PARK DRIVE COLUMBUS, OH 43228			Vice President and COO	

Signatures

/s/ Michael Del Regno, as attorney-in-fact 05/23/2011

**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) Represents shares of restricted stock withheld to satisfy the executives tax withholding obligation upon vesting of restricted stock. The deemed disposition of the withheld shares is exempt pursuant to Rule 16b-3(e).
This amendment is filed to correct the quantity of the common shares withheld to satisfy the executive's tax withholding obligation upon vesting of restricted stock, which was incorrectly stated in the initial Form 4 filed May 23, 2011 as 3,685 common shares instead of 1,814 common shares.
- (2) This amendment is filed to correct the quantity of the common shares withheld to satisfy the executive's tax withholding obligation upon vesting of restricted stock, which was incorrectly stated in the initial Form 4 filed May 23, 2011. As a result of this correction the amount of securities beneficially owned following the reported transaction is 87,216 instead of 85,345.
- (3) This amendment is filed to correct the quantity of the common shares withheld to satisfy the executive's tax withholding obligation upon vesting of restricted stock, which was incorrectly stated in the initial Form 4 filed May 23, 2011. As a result of this correction the amount of securities beneficially owned following the reported transaction is 87,216 instead of 85,345.

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.