

Williams James F
Form 4
March 20, 2006

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 *
Williams James F

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
6530 WEST CAMPUS OVAL
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/16/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP of Human Resources

NEW ALBANY, OH 43054

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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.01 par value					11,321	D	
Common Stock, \$0.01 par value	03/16/2006		M		14,406	A	\$ 5.54 25,727
Common Stock, \$0.01 par value	03/16/2006		S		10,306	D	\$ 19.5 15,421

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Common Stock, \$0.01 par value	03/16/2006	S	100	D	\$ 19.54	15,321	D
Common Stock, \$0.01 par value	03/16/2006	S	100	D	\$ 19.55	15,221	D
Common Stock, \$0.01 par value	03/16/2006	S	900	D	\$ 19.56	14,321	D
Common Stock, \$0.01 par value	03/16/2006	S	400	D	\$ 19.57	13,921	D
Common Stock, \$0.01 par value	03/16/2006	S	100	D	\$ 19.58	13,821	D
Common Stock, \$0.01 par value	03/16/2006	S	900	D	\$ 19.62	12,921	D
Common Stock, \$0.01 par value	03/16/2006	S	1,300	D	\$ 19.66	11,621	D
Common Stock, \$0.01 par value	03/16/2006	S	300	D	\$ 19.67	11,321	D
Common Stock, \$0.01 par value	03/17/2006	M	6,285	A	\$ 5.54	17,606	D
Common Stock, \$0.01 par value	03/17/2006	S	6,285	D	\$ 19.5	11,321	D

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

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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	03/16/2006		M	14,406	05/20/2004	04/30/2014	Common Stock, \$0.01 par value	14,406
Stock Option (right to buy)	\$ 5.54	03/17/2006		M	6,285	05/20/2004	04/30/2014	Common Stock, \$0.01 par value	6,285

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams James F 6530 WEST CAMPUS OVAL NEW ALBANY, OH 43054			VP of Human Resources	

Signatures

/s/ Elisabeth M. Martin, under power of attorney
 **Signature of Reporting Person
 03/20/2006
 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. 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.