Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

| Washington, | D.C. | 20549 |  |
|-------------|------|-------|--|
|             |      |       |  |

| STATEMENT OF | - CHANGES | IN BENEFICIAL | OWNERSHIP |
|--------------|-----------|---------------|-----------|
|              |           |               |           |

| OMB APPROVAL             |       |  |  |  |  |  |  |  |  |  |
|--------------------------|-------|--|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0287    |       |  |  |  |  |  |  |  |  |  |
| Estimated average burden |       |  |  |  |  |  |  |  |  |  |
| hours per response       | : 0.5 |  |  |  |  |  |  |  |  |  |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* <u>Hundzinski Ronald T</u> |  |         |                                 |  | 2. Issuer Name and Ticker or Trading Symbol GENTHERM Inc [ THRM ] |   |  |                        |   |  |            |   | k all app  | tionship of Reportin<br>all applicable)<br>Director |  | erson(s) to Is  |                   |         |  |
|---|--|---------|---------------------------------|--|---|---|--|------------------------|---|--|------------|---|--|---|--|---|-------------------|---------|--|
| (Last)<br>21680 H   | (Fii<br>AGGERTY  | ,       | Middle)                         |  |   | 3. Date of Earliest Transaction (Month/Day/Year) 05/21/2020 |  |                        |   |  |            |   |  | Office<br>belov                                     | er (give title<br>v)   |   | Other (<br>below) | specify |  |
| (Street) NORTH (City)   | VILLE M  | ate) (Z | 8167<br>Zip)                    | 2 Dariya   |   | Line) X Form fi   |  |                        |   |  |            |   |  |   |  |   |                   |         |  |
|   |  | Table   | I - NOI                         | 1-Deriva   | uive  | secu  | riues  | Acq                    | uirea,  | ואוט                                       | posea oi   | , or E  | sene   | ician   | / Own  | ea  |                   |         |  |
| Date  |  |         | 2. Transac<br>Date<br>(Month/Da | Execution Date,  |   | 3. 4. Securities Acquired (Disposed Of (D) (Instr. 8)       |  | 4 and Securi<br>Benefi |   | ities Fo<br>icially (D<br>id Following (I) |            | Form: Direct<br>D) or Indirect<br>I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)  |   |  |   |                   |         |  |
|   |  |         |                                 |  |   |   |  | Code                   | v   | Amount                                     | (A)<br>(D) | or P  | rice   | Transa  | ction(s)<br>and 4)   |   |                   | (       |  |
| Common Stock <sup>(1)</sup>   |  |         | 05/21/                          | /2020  |   |   |  | A                      |   | 5,644                                      | P          | <b>A</b>   5                                    | \$0.00   | 17  | 17,965   |   | D                 |         |  |
|   | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)   |         |                                 |  |   |   |  |                        |   |  |            |   |  |   |  |   |                   |         |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                 | 2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Code (Code) |         | Instr.                          | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |   |   | 6. Date Exercisable and Expiration Date  Date Expiration Date (Month/Day/Year) |                        | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)  Amount or Number of Title Shares |  | De Se (In  | Price of<br>rivative<br>curity<br>str. 5)       | 9. Number<br>derivative<br>Securities<br>Beneficiall<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | у   | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficia<br>Ownership<br>(Instr. 4) |                   |         |  |

## **Explanation of Responses:**

1. The shares represent Restricted Common Stock issued under the 2013 Equity Incentive Plan that has been granted to the Reporting Person as compensation for serving on the Gentherm Board of Directors

## Remarks:

Exhibit 24, Power of Attorney, is attached.

/s/ Stephanie Swan, by Power of Attorney

05/26/2020

\*\* Signature of Reporting Person

Date

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

- \* 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.

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 Number.

The undersigned hereby constitutes and appoints each of Wayne Kauffman, Matteo Anversa, Emily J. Johns, and Stephanie Swan, signing jointly or any of them acting singly and in his capacity hereunder, with full power of substitution, as the undersigned's true and lawful attorney in fact to:

- 1. execute for and on behalf of the undersigned, with respect to the undersigneds position as a director and/or officer of Gentherm Incorporated the Company, Form ID and Forms 3, 4 and 5 and any amendments thereto in accordance with Section 16a
- of the Securities Exchange Act of 1934 and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID or Forms 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange, stock market or similar authority; and
- 3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in fact, may be of benefit to, and in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney in fact may approve in such attorney in facts discretion.

The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in facts substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigneds responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigneds holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to each of the foregoing attorneys in fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 26 day of May, 2020.

/s/ Ronald Hundzinski