

AMERICAN AXLE &amp; MANUFACTURING HOLDINGS INC

Form 4

November 15, 2016

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DAUCH DAVID C

(Last) (First) (Middle)

ONE DAUCH DRIVE

(Street)

DETROIT, MI 48211-1198

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
AMERICAN AXLE &  
MANUFACTURING HOLDINGS  
INC [AXL]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/14/2016

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below) Chairman & CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price		
Common Stock	11/14/2016		P		700	A \$ 14.27	148,308	I By Family/UGMA Trusts
Common Stock	11/14/2016		P		2,873	A \$ 14.3	151,181	I By Family/UGMA Trusts
Common Stock	11/14/2016		P		700	A \$ 14.31	151,881	I By Family/UGMA Trusts
	11/14/2016		P		600	A	152,481	I

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Common Stock					\$ 14.32			By Family/UGMA Trusts
Common Stock	11/14/2016	P	500	A	\$ 14.33	152,981	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,500	A	\$ 14.34	154,481	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,101	A	\$ 14.35	155,582	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	300	A	\$ 14.36	155,882	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	200	A	\$ 14.37	156,082	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	200	A	\$ 14.38	156,282	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	470	A	\$ 14.39	156,752	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	230	A	\$ 14.4	156,982	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	618	A	\$ 14.41	157,600	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,666	A	\$ 14.42	159,266	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	400	A	\$ 14.43	159,666	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	300	A	\$ 14.44	159,966	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	900	A	\$ 14.45	160,866	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	3,100	A	\$ 14.46	163,966	I	By Family/UGMA

								Trusts
Common Stock	11/14/2016	P	2,700	A	\$ 14.47	166,666	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,600	A	\$ 14.48	168,266	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	8,699	A	\$ 14.49	176,965	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	2,450	A	\$ 14.5	179,415	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,300	A	\$ 14.51	180,715	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	4,452	A	\$ 14.52	185,167	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	7,100	A	\$ 14.53	192,267	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	2,527	A	\$ 14.54	194,794	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	214	A	\$ 14.55	195,008	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,000	A	\$ 14.56	196,008	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,600	A	\$ 14.57	197,608 <sup>(1)</sup>	I	By Family/UGMA Trusts
Common Stock						225,878 <sup>(2)</sup>	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)

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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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
DAUCH DAVID C ONE DAUCH DRIVE DETROIT, MI 48211-1198	X		Chairman & CEO	

## Signatures

/s/ Laura L. Douglas, attorney  
in fact

11/15/2016

\_\_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) Includes 72,423 shares which were previously owned directly. These shares were contributed to the insiders personal trust on March 8, 2016.

(2) Excludes 72,423 shares that were contributed to the insider's personal trust as described in footnote (1).

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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