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AMERICAN AXLE & MANUFACTURING HOLDINGS INC

Form 4 April 10, 2002

FORM 4

[] Check box if no longer subject to Section 16. Form
4 or Form 5 obligations may
continue. See Instruction 1(b).

U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of Holding Company Act of 1935 or Section 30(f) of the Investment Company Ac

1. Name and	l Address of Rep Richard	orting Person(1 E.		n Axle &		or Trading turing Holo			6. Re
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person,			4. Statement for Month/Year			
c/o American Axle & Manufacturing Holdings, Inc. 1840 Holbrook Avenue			if an Entity (Voluntary) 			 3/02 			
	(Street)		 		 5 	. If Amendr Date of (Origin	al	7. Ir (0
Detroit	MI	48212	į		i				
(City)	(State)	(Zip)							F
* If the fo	orm is filled by	more than one	reporting per	son, se	e instru	ction 4(b)	(v).		
		TABLE I - NO	 N-DERIVATIVE	SECURIT	 IES ACQU	IRED, DISPO	OSED O	 F, OR	BENEF
1. Title of Security 2. (Instr. 3)		Transaction 3. Transact Date Code (Instr.			tion 4. Securities Acquire or Disposed of (D) 8) (Instr. 3, 4 and 5				
			(Month/Day/ Year)	Code	 V		(A) or (D)	 Pri	.ce
Common Stoc			3/27/02	S		1,500,000	 D	\$25.	85
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FORM 4 (CONTINUED)	Т	ABLE II (E.G						ISPOSED OF		
1. Title of Derivative Security (Instr. 3)		Exercise Dat Price of (Mor Deriv- Day		ction ate	tion action te Code nth/ (Instr. 8) y/				Date (Month/Day)	
	 		 		 Code 		 (A)			Expira tion Date
Employee Stock Option (right to buy)		24.15	 3/15 	5/02	 A 	 	 300,000 	 	 (2) 	 1/23/:
	 		 		l 	 			l 	l
9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)		10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)						
2,669,275 		D								
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Explanation of Responses:

- (1) In March 2002, Dauch Annuity Trust 2001 sold 1,500,000 shares of common stock. After such sale, Dauch Annuity Trust 2001, Dauch Annuity Trust 2004 and Dauch Annuity Trust 2007 hold 5,758,019 shares of common stock. The reporting person is trustee and beneficiary of the trusts. An additional 46,930 shares of common stock are held by the Sandra J. Dauch Gift Trust. The reporting person's spouse is trustee of the trust.
- (2) In March 2002, the reporting person was granted an option to purchase 300,000 shares of common stock. The option vests in three annual installments beginning on January 23, 2003.

/s/ Patrick S. Lancaster	4/10/02
Signature of Reporting Person	Date
Attorney in fact	

**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 provided is insufficient, see Instruction 6 for procedure.

(Print or Type Responses)