

AMERICAN AXLE & MANUFACTURING HOLDINGS INC
 Form 4
 August 02, 2016

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 *
 Sofia John S

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
 Officer (give title below) _____ Other (specify below)
 VP Global Program Management

(Last) (First) (Middle)
 ONE DAUCH DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/01/2016

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

DETROIT, MI 48211-1198

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 08/01/2016 | | S | 1,200 | D \$ 17.52 | 17,421 | I Family Trust |
| Common Stock | 08/01/2016 | | S | 1,500 | D \$ 17.53 | 15,921 | I Family Trust |
| Common Stock | 08/01/2016 | | S | 1,600 | D \$ 17.54 | 14,321 | I Family Trust |
| Common Stock | 08/01/2016 | | S | 3,700 | D \$ 17.55 | 10,621 | I Family Trust |
| Common Stock | 08/01/2016 | | S | 4,700 | D \$ 17.56 | 5,921 | I Family Trust |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|------------------|--------------|
| Common Stock | 08/01/2016 | S | 1,600 | D | \$ 17.57 | 4,321 | I | Family Trust |
| Common Stock | 08/01/2016 | S | 2,700 | D | \$ 17.58 | 1,621 | I | Family Trust |
| Common Stock | 08/01/2016 | S | 500 | D | \$ 17.59 | 1,121 | I | Family Trust |
| Common Stock | 08/01/2016 | S | 321 | D | \$ 17.6 | 800 | I | Family Trust |
| Common Stock | 08/01/2016 | S | 100 | D | \$ 17.61 | 700 | I | Family Trust |
| Common Stock | 08/01/2016 | S | 300 | D | \$ 17.62 | 400 | I | Family Trust |
| Common Stock | 08/01/2016 | S | 400 | D | \$ 17.63 | 0 | I | Family Trust |
| Common Stock | | | | | | 13,043 | D ⁽¹⁾ | |

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

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 control number.

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(9-02)

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially 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

Sofia John S
ONE DAUCH DRIVE
DETROIT, MI 48211-1198

VP Global Program Management

Signatures

/s/ Laura L. Douglas, attorney
in fact

08/02/2016

__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) Excludes 6,326 shares that were previously held directly. These shares were transferred to a Family Trust and held indirectly.

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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