DAUCH DAVID C Form 4

November 05, 2018

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

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

(First)

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to Issuer

AMERICAN AXLE &

3. Date of Earliest Transaction

MANUFACTURING HOLDINGS

INC [AXL]

(Month/Day/Year)

(Check all applicable)

_X__ Director 10% Owner X_ Officer (give title Other (specify below)

Chairman & CEO

11/05/2018

(Street) 4. If Amendment, Date Original

(Middle)

Filed(Month/Day/Year)

P

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

DETROIT, MI 48211-1198

ONE DAUCH DRIVE

(Zip) (State) (City) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

11/05/2018

4. Securities Acquired Transaction(A) or Disposed of (D) (Instr. 3, 4 and 5) Code (Instr. 8)

5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) or Indirect Following Reported

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

(1)

(A)

\$ 88,100 Α

11.47 481,136 By Family/UGMA

Trusts

Common Stock

Common

Stock

327,039

 $D^{(3)}$

(Instr. 4)

I (2)

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

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SEC 1474 (9-02)

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
						Exercisable	Date		Number		
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 8	Director	10% Owner	Officer	Other				
DAUCH DAVID C								
ONE DAUCH DRIVE	X		Chairman & CEO					
DETROIT, MI 48211-1198								

Signatures

/s/ Laura L. Douglas, attorney 11/05/2018 in fact

**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).
- The price reported is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$11.34 to (1) \$11.53, inclusive. The reporting person undertakes to provide the Company, any security holder, or the staff of the SEC, upon request, full information regarding the number of shares purchased at each price within this range.
- (2) Includes 95,684 shares that were contributed to a personal trust as described in footnote 3.
- Excludes 95,684 shares that were previously owned directly. These shares were contributed to the insider's personal trust on March 2, 2018 and are now held indirectly and reported as such herein.

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.

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