

AMERICAN AXLE & MANUFACTURING HOLDINGS INC

Form 4

December 04, 2013

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 *
SIMONTE MICHAEL K

(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)
12/02/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Executive VP & CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	12/02/2013		M		12,500	A	\$ 10.08
Common Stock	12/02/2013		S		12,229	D	\$ 19.47
Common Stock	12/02/2013		S		9,614	D	\$ 19.48
Common Stock	12/02/2013		S		607	D	\$ 19.49
Common Stock	12/02/2013		S		379	D	\$ 19.57

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Common Stock	12/02/2013	S	3,400	D	\$ 19.58	115,474	D
Common Stock	12/02/2013	S	1,021	D	\$ 19.59	114,453	D
Common Stock	12/02/2013	S	200	D	\$ 19.6	114,253	D
Common Stock	12/02/2013	S	973	D	\$ 19.61	113,280	D
Common Stock	12/02/2013	S	2,700	D	\$ 19.62	110,580	D
Common Stock	12/02/2013	S	1,200	D	\$ 19.63	109,380	D
Common Stock	12/02/2013	S	2,627	D	\$ 19.64	106,753	D
Common Stock	12/03/2013	S	100	D	\$ 19.29	106,653	D
Common Stock	12/03/2013	S	900	D	\$ 19.3	105,753	D
Common Stock	12/03/2013	S	900	D	\$ 19.31	104,853	D
Common Stock	12/03/2013	S	500	D	\$ 19.34	104,353	D
Common Stock	12/03/2013	S	4,400	D	\$ 19.35	99,953	D
Common Stock	12/03/2013	S	2,600	D	\$ 19.36	97,353	D
Common Stock	12/03/2013	S	4,200	D	\$ 19.37	93,153	D
Common Stock	12/03/2013	S	300	D	\$ 19.38	92,853	D
Common Stock	12/03/2013	S	100	D	\$ 19.4	92,753	D
Common Stock	12/03/2013	S	2,988	D	\$ 19.41	89,765	D
Common Stock	12/03/2013	S	2,012	D	\$ 19.42	87,753	D
Common Stock	12/03/2013	S	100	D	\$ 19.44	87,653	D
Common Stock	12/03/2013	S	3,200	D	\$ 19.46	84,453	D
	12/03/2013	S	2,200	D		82,253	D

Common Stock \$ 19.47

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

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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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 10.08	12/02/2013		M	12,500	<u>(1)</u> 06/25/2018	Common Stock 12,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SIMONTE MICHAEL K ONE DAUCH DRIVE DETROIT, MI 48211-1198	Executive VP & CFO

Signatures

Laura L. Douglas,
Attorney-in-fact 12/04/2013

__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) These options vested in three approximately equal annual installments beginning June 25, 2009.

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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