

Bohley G Frederick
 Form 3
 June 04, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Bohley G Frederick | | (Month/Day/Year) | Allison Transmission Holdings Inc [ALSN] | |
| (Last) | (First) | (Middle) | 06/01/2018 | |
| ONE ALLISON WAY | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| INDIANAPOLIS,Â INÂ 46222 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | VP, CFO & Treasurer | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 33,966 | D | Â |
| Common Stock | 360 | I | By spouse |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

Edgar Filing: Bohley G Frederick - Form 3

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Employee Stock Option (Right to Buy) | Â (1) | 08/07/2023 | Common Stock | 5,225 | \$ 22.77 | D | Â |
| Employee Stock Option (Right to Buy) | Â (2) | 02/18/2024 | Common Stock | 4,950 | \$ 30.23 | D | Â |
| Employee Stock Option (Right to Buy) | Â (3) | 02/19/2025 | Common Stock | 7,150 | \$ 32.13 | D | Â |
| Employee Stock Option (Right to Buy) | Â (4) | 02/17/2026 | Common Stock | 10,348 | \$ 23.59 | D | Â |
| Employee Stock Option (Right to Buy) | Â (5) | 02/21/2027 | Common Stock | 3,961 | \$ 37.11 | D | Â |
| Employee Stock Option (Right to Buy) | Â (6) | 02/07/2028 | Common Stock | 5,787 | \$ 43.3 | D | Â |
| Restricted Stock Units | Â (7) | Â (7) | Common Stock | 2,786 | \$ (10) | D | Â |
| Restricted Stock Units | Â (8) | Â (8) | Common Stock | 1,980 | \$ (10) | D | Â |
| Restricted Stock Units | Â (9) | Â (9) | Common Stock | 1,929 | \$ (10) | D | Â |
| Dividend Equivalent Rights | Â (11) | Â (11) | Common Stock | 179 | \$ (11) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bohley G Frederick ONE ALLISON WAY INDIANAPOLIS, IN 46222 | Â | Â | Â VP, CFO & Treasurer | Â |

Signatures

/s/ Eric C. Scroggins,
attorney-in-fact

06/04/2018

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The option vested on December 15, 2015.

(2) The option vested on December 1, 2016.

Edgar Filing: Bohley G Frederick - Form 3

- (3) The option vested on February 19, 2018.
- (4) The option vests on February 17, 2019.
- (5) The option vests on February 22, 2020.
- (6) The option vests on February 7, 2021.
- (7) The restricted stock units ("RSUs") vest on February 17, 2019.
- (8) The RSUs vest on February 22, 2020.
- (9) The RSUs vest on February 7, 2021.
- (10) Each RSU represents a contingent right to receive one share of Allison Transmission Holdings, Inc. common stock ("Common Stock"). RSUs earn dividend equivalents when dividends are declared on the Common Stock.
- (11) The dividend equivalent rights vest proportionately with the RSUs to which they related. Each dividend equivalent right is the economic equivalent of one share of Common Stock.

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.