

ROSS CHRISTOPHER J
Form 3
January 22, 2018

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

OMB APPROVAL

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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)

<p>1. Name and Address of Reporting Person *</p> <p>ROSS CHRISTOPHER J</p> <p>(Last) (First) (Middle)</p> <p>9227 CENTRE POINTE DRIVE</p> <p>(Street)</p> <p>WEST CHESTER, OH 45069</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/18/2018</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AK STEEL HOLDING CORP [AKS]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>VP & Treasurer</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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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	34,595	D	OH

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

SEC 1473 (7-02)

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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 Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy)	03/18/2011 ⁽¹⁾	03/18/2020	Common Stock	2,000	\$ 22.94	D	Â
Employee Stock Option (Right to Buy)	01/19/2012 ⁽¹⁾	01/19/2021	Common Stock	3,106	\$ 14.57	D	Â
Employee Stock Option (Right to Buy)	01/18/2013 ⁽¹⁾	01/18/2022	Common Stock	5,500	\$ 9.11	D	Â
Employee Stock Option (Right to Buy)	01/23/2014 ⁽¹⁾	01/23/2023	Common Stock	5,500	\$ 4.59	D	Â
Employee Stock Option (Right to Buy)	01/22/2015 ⁽¹⁾	01/22/2024	Common Stock	4,100	\$ 6.72	D	Â
Employee Stock Option (Right to Buy)	01/21/2016 ⁽¹⁾	01/21/2025	Common Stock	9,900	\$ 3.975	D	Â
Employee Stock Option (Right to Buy)	01/20/2017 ⁽¹⁾	01/20/2026	Common Stock	8,200	\$ 1.74	D	Â
Employee Stock Option (Right to Buy)	01/18/2018 ⁽¹⁾	01/18/2027	Common Stock	7,000	\$ 9.78	D	Â
Employee Stock Option (Right to Buy)	01/17/2019 ⁽¹⁾	01/17/2028	Common Stock	14,500	\$ 6.555	D	Â
Performance Shares	12/31/2018	12/31/2018	Common Stock	3,800 ⁽²⁾	\$ ⁽³⁾	D	Â
Performance Shares	12/31/2019	12/31/2019	Common Stock	1,650 ⁽⁴⁾	\$ ⁽⁵⁾	D	Â
Performance Shares	12/31/2020	12/31/2020	Common Stock	6,500 ⁽⁶⁾	\$ ⁽⁷⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSS CHRISTOPHER J 9227 CENTRE POINTE DRIVE WEST CHESTER, OH 45069	Â	Â	Â VP & Treasurer	Â

Signatures

/s/ Christopher J.
Ross

01/22/2018

**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) Options vest in three equal annual installments beginning one year after grant date.

This represents one half of the Performance Shares which were awarded on January 20, 2016 and are required to be reported at this time

(2) because they constitute derivative securities. The other half do not constitute derivative securities and therefore are not required to be reported at this time.

Each Performance Share represents a contingent right to receive 0 to 1.5 shares of Common Stock. The conversion rate (0, .5, 1 or 1.5)

(3) ultimately applied to these Performance Shares will be determined based on the compounded annual growth rate (CAGR) of the Common Stock between January 1, 2016 to December 31, 2018 (the Performance Period).

This represents one half of the Performance Shares which were awarded on January 18, 2017 and are required to be reported at this time

(4) because they constitute derivative securities. The other half do not constitute derivative securities and therefore are not required to be reported at this time.

Each Performance Share represents a contingent right to receive 0 to 1.5 shares of Common Stock. The conversion rate (0, .5, 1 or 1.5)

(5) ultimately applied to these Performance Shares will be determined based on the compounded annual growth rate (CAGR) of the Common Stock between January 1, 2017 to December 31, 2019 (the Performance Period).

(6) This represents Performance Shares awarded on January 17, 2018 and are being reported at this time because they may constitute derivative securities.

Each Performance Share represents a contingent right to receive 0 to 1.5 shares of Common Stock. The conversion rate (0, .5, 1 or 1.5)

(7) ultimately applied to these Performance Shares will be determined based on Total Shareholder Return relative to other companies in the Van Eck Vectors Steel ETF with Total Shareholder Return defined as appreciation in stock price and reinvestment of dividends between January 1, 2018 and December 31, 2020 (the Performance Period).

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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