Edgar Filing: AMERICAN AXLE & MANUFACTURING HOLDINGS INC - Form 4

AMERICAN Form 4 January 10, 20	AXLE & MAN 012	NUFACTI	URING H	OLDING	S INC						
FORM Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instruct 1(b).	4 UNITED	 SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940 						OMB APPROVAL OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5			
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> DAUCH RICHARD E			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) _X_ Director10% Owner			
(Last) (First) (Middle) ONE DAUCH DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 01/06/2012					_X_ Officer (give title Other (specify below) below) Co-Founder, Chairman & CEO			
	4. If Amendment, Date Original Filed(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
DETROIT, N	AI 48211-1198							Form filed by I Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Securi	ities Acc	uired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Execution any		3. Transactio Code (Instr. 8) Code V	on(A) or D (D) (Instr. 3,	ispose	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	01/06/2012			F	6,714	D	\$ 11.4	12,967 <u>(1)</u>	D		
Common Stock								5,767,796 <u>(2)</u>	Ι	By Family Trusts	

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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
DAUCH RICHARD E ONE DAUCH DRIVE DETROIT, MI 48211-1198	Х		Co-Founder, Chairman & CEO				
Signatures							

Date

Laura L. Douglas, 01/10/2012 Attorney-in-fact

<u>**Signature of Reporting Person</u>

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 69,034 shares that were previously reported as directly beneficially owned by the reporting person. On March 17, 2011, these shares were transferred to a grantor retained annuity trust.
- (2) Includes 69,034 shares that were previously directly beneficially owned by the reporting person. On March 17, 2011, these shares were transferred to a grantor retained annuity trust.

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.