

AMERICAN AXLE & MANUFACTURING HOLDINGS INC
 Form 4
 November 15, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

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

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)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman & CEO

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 11/14/2016

ONE DAUCH DRIVE
 (Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

DETROIT, MI 48211-1198

(City) (State) (Zip)

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)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock	11/14/2016		P	700	A	\$ 14.27	148,308	I	By Family/UGMA Trusts
Common Stock	11/14/2016		P	2,873	A	\$ 14.3	151,181	I	By Family/UGMA Trusts
Common Stock	11/14/2016		P	700	A	\$ 14.31	151,881	I	By Family/UGMA Trusts
	11/14/2016		P	600	A		152,481	I	

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Common Stock					\$ 14.32				By Family/UGMA Trusts
Common Stock	11/14/2016	P	500	A	\$ 14.33	152,981	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,500	A	\$ 14.34	154,481	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,101	A	\$ 14.35	155,582	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	300	A	\$ 14.36	155,882	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	200	A	\$ 14.37	156,082	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	200	A	\$ 14.38	156,282	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	470	A	\$ 14.39	156,752	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	230	A	\$ 14.4	156,982	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	618	A	\$ 14.41	157,600	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,666	A	\$ 14.42	159,266	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	400	A	\$ 14.43	159,666	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	300	A	\$ 14.44	159,966	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	900	A	\$ 14.45	160,866	I		By Family/UGMA Trusts
Common Stock	11/14/2016	P	3,100	A	\$ 14.46	163,966	I		By Family/UGMA Trusts

Common Stock	11/14/2016	P	2,700	A	\$ 14.47	166,666	I	Trusts By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,600	A	\$ 14.48	168,266	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	8,699	A	\$ 14.49	176,965	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	2,450	A	\$ 14.5	179,415	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,300	A	\$ 14.51	180,715	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	4,452	A	\$ 14.52	185,167	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	7,100	A	\$ 14.53	192,267	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	2,527	A	\$ 14.54	194,794	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	214	A	\$ 14.55	195,008	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,000	A	\$ 14.56	196,008	I	By Family/UGMA Trusts
Common Stock	11/14/2016	P	1,600	A	\$ 14.57	197,608 ⁽¹⁾	I	By Family/UGMA Trusts
Common Stock						225,878 ⁽²⁾	D	

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)

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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)	8. Price of Derivative Security (Instr. 5)	9. Nu...
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

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

Signatures

/s/ Laura L. Douglas, attorney in fact 11/15/2016

**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) Includes 72,423 shares which were previously owned directly. These shares were contributed to the insiders personal trust on March 8, 2016.

(2) Excludes 72,423 shares that were contributed to the insider's personal trust as described in footnote (1).

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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