

Tuttle Laurie B.
Form 4
November 02, 2012

FORM 4

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

OMB APPROVAL

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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 *
Tuttle Laurie B.

2. Issuer Name and Ticker or Trading Symbol
Allison Transmission Holdings Inc
[ALSN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
10/31/2012

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
VP, Hybrid Programs

ONE ALLISON WAY

(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

INDIANAPOLIS, IN 46222

(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)
			Code	V	Amount	(D)	Price
Common Stock	10/31/2012		M		2,500	A	\$ 12.66
Common Stock	10/31/2012		S ⁽¹⁾		1,666	D	\$ 20
Common Stock	11/01/2012		M		6,000	A	\$ 8.44
Common Stock	11/01/2012		S ⁽¹⁾		6,400	D	\$ 20.0211
							⁽²⁾
Common Stock	11/02/2012		M		6,000	A	\$ 16.88

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Common Stock	11/02/2012	M	8,000	A	\$ 12.66	20,351	D
Common Stock	11/02/2012	S ⁽¹⁾	13,318	D	\$ 21	7,033	D

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

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(9-02)

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)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 12.66	10/31/2012		M	2,500	⁽³⁾ 09/30/2017	Common Stock	2,500
Employee Stock Option (right to buy)	\$ 8.44	11/01/2012		M	6,000	⁽³⁾ 09/30/2017	Common Stock	6,000
Employee Stock Option (right to buy)	\$ 16.88	11/02/2012		M	6,000	⁽³⁾ 09/30/2017	Common Stock	6,000
Employee Stock Option (right to buy)	\$ 12.66	11/02/2012		M	8,000	⁽³⁾ 09/30/2017	Common Stock	8,000

