

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

(Last) (First) (Middle)

ONE DAUCH DRIVE

(Street)

DETROIT, MI 48211-1198

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 AMERICAN AXLE & MANUFACTURING HOLDINGS INC [AXL]

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

**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	(A) or (D)	Price			
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 <sup>(1)</sup>	I	By Family/UGMA Trusts
Common Stock						225,878 <sup>(2)</sup>	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. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				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).

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