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

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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)
(Last)　(First)　(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/14/2016	__X__ Director　　_____ 10% Owner __X__ Officer (give title _____ Other (specify below)　　　　below) Chairman & CEO
ONE DAUCH DRIVE		
(Street)	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 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)
			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	

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	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)

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 Deriv Secur Bene Owne Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
				Code V (A) (D)							

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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