

AMERICAN AXLE & MANUFACTURING HOLDINGS INC  
Form DEFA14A  
March 19, 2010

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

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No. )

Filed by the Registrant ☐  
Filed by a Party other than the Registrant ☐

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- ☐ Definitive Proxy Statement
- ☐ Definitive Additional Materials
- ☐ Soliciting Material Pursuant to §240.14a-12

**American Axle & Manufacturing Holdings, Inc.**

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(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ☐ No fee required.
- ☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

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2) Aggregate number of securities to which transaction applies:

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3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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4) Proposed maximum aggregate value of transaction:

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5) Total fee paid:

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- ☐ Fee paid previously with preliminary materials.
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o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:

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2) Form, Schedule or Registration Statement No.:

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3) Filing Party:

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4) Date Filed:

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SEC 1913 (02-02)

**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 control number.**

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AMERICA DRIVE ANYWHERE, IL 60661  
**IMPORTANT ANNUAL STOCKHOLDERS MEETING INFORMATION YOUR VOTE COUNTS!**  
Stockholder Meeting Notice 1234 5678 9012 345  
Important Notice Regarding the Availability of Proxy Materials for the American Axle & Manufacturing Stockholder Meeting to be Held on April 29, 2010  
Under new Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual stockholders meeting are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important! This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The proxy statement and annual report to stockholders are available at: [www.envisionreports.com/axl](http://www.envisionreports.com/axl)  
When you go online to view materials, you can also vote your shares.<sup>3</sup>  
**Easy Online Access A Convenient Way to View Proxy Materials and Vote**  
**Step 1: Go to** [www.envisionreports.com/axl](http://www.envisionreports.com/axl) **to view the materials.**  
**Step 2: Click on Cast Your Vote or Request Materials.**  
**Step 3: Follow the instructions on the screen to log in.**  
**Step 4: Make your selection as instructed on each screen to select delivery preferences and vote.**  
When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.  
**Obtaining a Copy of the Proxy Materials** If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side on or before April 19, 2010 to facilitate timely delivery.

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Stockholder Meeting Notice American Axle & Manufacturing Annual Meeting of Stockholders will be held on April 29, 2010 in the Auditorium at AAM's World Headquarters Complex, One Dauch Drive, Detroit, Michigan, at 3:00 p.m. Eastern Time. Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations. The Board of Directors recommends that you vote FOR the following proposals: 1. Election of Directors: 01 Salvatore J. Bonanno, Sr., 02 Elizabeth A. Chappell, 03 Dr. Henry T. Yang 2. Ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for year ending December 31, 2010. 3. In their discretion, the proxies are authorized to the extent permitted by law to vote on any and all other matters as may properly come before the meeting, including the authority to vote to adjourn the meeting. PLEASE NOTE YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must vote online or request a paper copy of the proxy materials to receive a proxy card. If you wish to attend and vote at the meeting, please bring this notice with you.