

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1. Name and Address of Reporting Person(1)			2. Issuer Name and Ticker or Trading Symbol		6. Re
Lancaster	Patrick	S.	American Axle & Manufacturing Holdings, Inc. (NYSE-AXL)		
(Last)	(First)	(Middle)			
			3. IRS Identification	4. Statement for	
			Number of	Month/Year	
			Reporting Person,		
c/o American Axle & Manufacturing			if an Entity		
Holdings, Inc.			(Voluntary)	3/02	G
1840 Holbrook Avenue					A
(Street)				5. If Amendment,	7. In
				Date of Original	(C
				(Month/Year)	X F
Detroit	MI	48212			--
(City)	(State)	(Zip)			F
					-- R

* If the form is filled by more than one reporting person, see instruction 4(b)(v).

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFIT

[illegible]

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FORM 4 (CONTINUED)

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)	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)
			Code V	(A) (D)	Date Expiration Date
Employee Stock Option (right to buy)	\$24.15	3/15/02	A	40,000	(1) 1/23/1

9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
227,856	D	

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Explanation of Responses:

(1) In March 2002, the reporting person was granted an option to purchase 40,000 shares of common stock. The option vests in three annual installments beginning on January 23, 2003.

/s/ Michael K. Simonte 4/10/02

Signature of Reporting Person Date
Attorney in fact

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note File three copies of this form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

(Print or Type Responses)