

Edgar Filing: AMERICAN AXLE & MANUFACTURING HOLDINGS INC - Form 4

AMERICAN AXLE & MANUFACTURING HOLDINGS INC

Form 4

March 08, 2002

FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

[] Check 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of
Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

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

*If the form is filed by more than one reporting person, see instructions
4 (b) (v)

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

1. Title of Security (Instr. 3)	2. Transaction Date	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	Price
Common Stock	2/1/02	S	32,000	D	\$25.30
Common Stock	2/5/02	S	600	D	\$26.00
Common Stock	2/6/02	S	60,100	D	\$25.53

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Common Stock	2/11/02	S		5,000	D	\$24.75
Common Stock	2/19/02	S		35,400	D	\$23.11
Common Stock	2/20/02	S		66,900	D	\$22.25

FORM 4 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY HELD (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)
Employee Stock Option (right to buy)	\$0.253485	2/1/02	X	32,000	No expiration
Employee Stock Option (right to buy)	\$0.253485	2/5/02	X	600	No expiration
Employee Stock Option (right to buy)	\$0.253485	2/6/02	X	60,100	No expiration
Employee Stock Option (right to buy)	\$0.253485	2/11/02	X	5,000	No expiration
Employee Stock Option (right to buy)	\$0.253485	2/19/02	X	35,400	No expiration
Employee Stock Option (right to buy)	\$0.253485	2/20/02	X	66,900	No expiration

9. Number of Derivative Securities Beneficially	10. Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership
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Owned at End of Month (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)
	D	
	D	
	D	
	D	
	D	
838,976	D	

Explanation of Responses:

/s/ Patrick S. Lancaster 3/8/02

 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)