Harker William R Form 4 November 14, 2017

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

**OMB** Number:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

3235-0287 January 31, Expires: 2005

0.5

**OMB APPROVAL** 

Section 16. Form 4 or Form 5

obligations

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

2. Issuer Name and Ticker or Trading

Allison Transmission Holdings Inc

Estimated average burden hours per response...

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Harker William R

(First) (Middle)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last)

3. Date of Earliest Transaction

Symbol

[ALSN]

(Month/Day/Year)

11/10/2017

X\_ Director 10% Owner Officer (give title Other (specify

C/O ALLISON TRANSMISSION HOLDINGS INC., ONE ALLISON WAY

1.Title of

Security

(Instr. 3)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

Code

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

INDIANAPOLIS, IN 46222

(City) (State)

Execution Date, if

(Month/Day/Year)

(Zip)

2. Transaction Date 2A. Deemed

(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

4. Securities

TransactionAcquired (A) or Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership Form: Direct (D) or Indirect Beneficial (I) (Instr. 4)

7. Nature of Indirect Ownership (Instr. 4)

(A)

Code V Amount (D) Price

Transaction(s) (Instr. 3 and 4)

Reported

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: Harker William R - Form 4

1. Title of	2.	3. Transaction Date		4.	5. Number	f Expiration Date		7. Title and Amount of Underlying Securities		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio						Derivativ
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D)	(Month/Day/Year)		(Instr. 3 and 4)		Security (Instr. 5)
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date	Expiration	Title	Amount	
						Exercisable	Date		or Number of Shares	
Deferred Stock Units (1)	(2)	11/10/2017		A	490	(2)	(2)	Common Stock	490	\$ 0 (3

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Harker William R

C/O ALLISON TRANSMISSION HOLDINGS INC.
ONE ALLISON WAY
INDIANAPOLIS, IN 46222

## **Signatures**

/s/ Eric C. Scroggins,
attorney-in-fact

\*\*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).
- The deferred stock units ("DSUs") represent a quarterly payment of the reporting person's annual retainer and other fees under the Allison Transmission Holdings, Inc. (the "Company") Third Amended and Restated Non-Employee Director Compensation Policy deferred pursuant to the Company's Amended and Restated Non-Employee Director Deferred Compensation Plan. The annual retainer and other fees are payable quarterly in arrears.
- Each DSU is the economic equivalent of one share of the Company's common stock. The DSUs become payable in common stock or, at the Company's election, cash, at the earlier of the reporting person's separation from service or a change in control. DSUs earn dividend equivalents when dividends are declared on the Company's common stock.
- (3) The number of DSUs received was calculated based on \$43.30, which was the closing price of the Company's common stock on the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential 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 number.

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