

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Dewey Lawrence E.</u>			2. Issuer Name and Ticker or Trading Symbol <u>Allison Transmission Holdings Inc [ALSN]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/05/2021</u>					
<u>ONE ALLISON WAY</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
(Street)	<u>INDIANAPOLIS IN</u>		<u>46222</u>					
(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 ⁽¹⁾	05/05/2021		M		6,631 ⁽²⁾	A	\$0	47,960	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	⁽³⁾	05/05/2021		M			3,600	⁽⁴⁾	⁽⁴⁾	Common Stock	3,600	\$0	0	D	
Deferred Stock Units	⁽⁵⁾	05/05/2021		M			2,866	⁽⁵⁾	⁽⁵⁾	Common Stock	2,866	\$0	0	D	
Dividend Equivalent Rights	⁽⁶⁾	05/05/2021		M			185	⁽⁷⁾	⁽⁷⁾	Common Stock	185	\$0	0	D	

Explanation of Responses:

- Settlement of 3,600 restricted stock units ("RSUs"), 2,866 deferred stock units ("DSUs") and 185 related dividend equivalent.
- Includes 185 dividend equivalents.
- Each RSU represents a contingent right to receive one share of Allison Transmission Holdings, Inc. (the "Company") common stock.
- On May 6, 2020, the reporting person was granted 3,600 RSUs that vested on May 5, 2021.
- Represents the DSUs payable upon the reporting person's separation from service. The reporting person did not stand for re-election at the Company's 2021 annual meeting of stockholders and his term ended on May 5, 2021. Each DSU is the economic equivalent of one share of the Company's common stock.
- Each dividend equivalent right is the economic equivalent of one share of the Company's common stock.
- The dividend equivalent rights accrued on previously awarded RSUs and DSUs vested on May 5, 2021.

Remarks:

/s/ Jacalyn C. Bolles, attorney-in-fact 05/07/2021

** Signature of Reporting Person Date

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

* 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).

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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