## SEC Form 4

# FORM 4

obligations may continue. See Instruction 1(b).

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

	Address of Reporting		2. Issuer Name <b>and</b> Ticker or Trading Symbol Allison Transmission Holdings Inc [ ALSN ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
GARCIA	TUNON ALV	<u>/ARU</u>		X	Director	10% Owner			
(Last) (First) (Middle) ONE ALLISON WAY		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/06/2020		Officer (give title below)	Other (specify below)			
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6 India	6. Individual or Joint/Group Filing (Check Applicable				
(Street) INDIANAPOLIS IN 46222				Line)					
				X	Form filed by One Reporting Person				
			-		Form filed by More than One Reporting Person				
(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)			Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership
				Code	v	Amount	(A) or (D)	Price	<ul> <li>Reported</li> <li>Transaction(s)</li> <li>(Instr. 3 and 4)</li> </ul>	(Instr. 4)

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

			(0.9.,												
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. Transa Code ( 8)		n of		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	Amount or Number of Shares				
Deferred Stock Units <sup>(1)</sup>	(2)	05/06/2020		А		771		(2)	(2)	Common Stock	771	\$0 <sup>(3)</sup>	24,419	D	
Deferred Stock Units <sup>(4)</sup>	(2)	05/07/2020		A		3,600		(5)	(5)	Common Stock	3,600	\$0 <sup>(6)</sup>	28,019	D	

### Explanation of Responses:

1. These deferred stock units ("DSUs") represent a quarterly payment of the portion of the reporting person's annual retainer and other fees under the Allison Transmission Holdings, Inc. (the "Company") Fifth Amended and Restated Non-Employee Director Compensation Policy ("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.

2. 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 \$35.64, which was the closing price of the Company's common stock on the date of grant.

4. The DSUs represent the portion of the reporting person's annual equity award under the Policy deferred pursuant to the Company's Amended and Restated Non-Employee Director Deferred Compensation Plan.

5. The DSUs vest on the date of the next annual meeting of the stockholders of the Company.

6. The number of DSUs received was calculated based on \$36.11, which was the closing price of the Company's common stock on the date of grant.

### **Remarks:**

<u>/s/Jacalyn C. Bolles, attorney-</u>	05/08/2020
in-fact	05/06/2020

Date

\*\* Signature of Reporting Person

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

 $^{\ast}$  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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Check this box if no longer subject to Section 16. Form 4 or Form 5