

**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* <b>GARCIA TUNON ALVARO</b>  (Last) (First) (Middle) <b>C/O ALLISON TRANSMISSION HOLDINGS, INC.</b> <b>ONE ALLISON WAY</b>  (Street) <b>INDIANAPOLIS IN 46222</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>Allison Transmission Holdings Inc [ ALSN ]</b>  3. Date of Earliest Transaction (Month/Day/Year) <b>05/03/2023</b>  4. If Amendment, Date of Original Filed (Month/Day/Year)	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)  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
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

**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 <sup>(1)</sup>	05/03/2023		M		40,218 <sup>(2)</sup>	A	\$0	40,218	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
Deferred Stock Units	(3)	05/03/2023		M			1,413	(4)	(4)	Common Stock	1,413	\$0	0	D	
Dividend Equivalent Rights	(5)	05/03/2023		M			2,794	(6)	(6)	Common Stock	2,794	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			787	(7)	(7)	Common Stock	787	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			3,628	(8)	(8)	Common Stock	3,628	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			751	(9)	(9)	Common Stock	751	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			683	(10)	(10)	Common Stock	683	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			563	(11)	(11)	Common Stock	563	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			621	(12)	(12)	Common Stock	621	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			3,185	(13)	(13)	Common Stock	3,185	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			648	(14)	(14)	Common Stock	648	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			548	(15)	(15)	Common Stock	548	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			570	(16)	(16)	Common Stock	570	\$0	0	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	Amount or Number of Shares				
Deferred Stock Units	(3)	05/03/2023		M			2,859	(17)	(17)	Common Stock	2,859	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			566	(18)	(18)	Common Stock	566	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			518	(19)	(19)	Common Stock	518	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			514	(20)	(20)	Common Stock	514	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			504	(21)	(21)	Common Stock	504	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			551	(22)	(22)	Common Stock	551	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			2,880	(23)	(23)	Common Stock	2,880	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			635	(24)	(24)	Common Stock	635	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			588	(25)	(25)	Common Stock	588	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			636	(26)	(26)	Common Stock	636	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			771	(27)	(27)	Common Stock	771	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			3,600	(28)	(28)	Common Stock	3,600	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			733	(29)	(29)	Common Stock	733	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			726	(30)	(30)	Common Stock	726	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			627	(31)	(31)	Common Stock	627	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			646	(32)	(32)	Common Stock	646	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			2,927	(33)	(33)	Common Stock	2,927	\$0	0	D	
Deferred Stock Units	(3)	05/03/2023		M			3,746	(34)	(34)	Common Stock	3,746	\$0	0	D	

**Explanation of Responses:**

1. Represents the deferred stock units ("DSUs") and dividend equivalents payable upon the reporting person's separation from service. The reporting person did not stand for re-election at Allison Transmission Holdings, Inc.'s (the "Company") 2023 annual meeting of stockholders and his term ended on May 3, 2023.
2. Includes 37,424 DSUs and 2,794 related dividend equivalents.
3. 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.
4. On February 17, 2016, the reporting person was granted 1,413 DSUs that vested on May 12, 2016.
5. Each dividend equivalent right is the economic equivalent of one share of the Company's common stock.
6. The dividend equivalent rights accrued on previously awarded DSUs and were payable on May 3, 2023, the date of the reporting person's separation from service.
7. On March 31, 2016, the reporting person was granted 787 DSUs that vested on March 31, 2016.
8. On May 13, 2016, the reporting person was granted 3,628 DSUs that vested on May 12, 2017.
9. On August 12, 2016, the reporting person was granted 751 DSUs that vested on August 12, 2016.
10. On November 11, 2016, the reporting person was granted 683 DSUs that vested on November 11, 2016.
11. On February 10, 2017, the reporting person was granted 563 DSUs that vested on February 10, 2017.
12. On May 11, 2017, the reporting person was granted 621 DSUs that vested on May 11, 2017.
13. On May 12, 2017, the reporting person was granted 3,185 DSUs that vested on May 10, 2018.
14. On August 11, 2017, the reporting person was granted 648 DSUs that vested on August 11, 2017.
15. On November 10, 2017, the reporting person was granted 548 DSUs that vested on November 10, 2017.
16. On February 12, 2018, the reporting person was granted 570 DSUs that vested on February 12, 2018.

17. On May 10, 2018, the reporting person was granted 2,859 DSUs that vested on May 9, 2019.
18. On May 10, 2018, the reporting person was granted 566 DSUs that vested on May 10, 2018.
19. On August 10, 2018, the reporting person was granted 518 DSUs that vested on August 10, 2018.
20. On November 12, 2018, the reporting person was granted 514 DSUs that vested on November 12, 2018.
21. On February 11, 2019, the reporting person was granted 504 DSUs that vested on February 11, 2019.
22. On May 8, 2019 the reporting person was granted 551 DSUs that vested on May 8, 2019.
23. On May 9, 2019, the reporting person was granted 2,880 DSUs that vested on May 6, 2020.
24. On August 9, 2019, the reporting person was granted 635 DSUs that vested on August 9, 2019.
25. On November 8, 2019, the reporting person was granted 588 DSUs that vested on November 8, 2019.
26. On February 10, 2020, the reporting person was granted 636 DSUs that vested on February 10, 2020.
27. On May 6, 2020, the reporting person was granted 771 DSUs that vested on May 6, 2020.
28. On May 7, 2020, the reporting person was granted 3,600 DSUs that vested on May 5, 2021.
29. On August 7, 2020, the reporting person was granted 733 DSUs that vested on August 7, 2020.
30. On November 6, 2020, the reporting person was granted 726 DSUs that vested on November 6, 2020.
31. On February 8, 2021, the reporting person was granted 627 DSUs that vested on February 8, 2021.
32. On May 5, 2021, the reporting person was granted 646 DSUs that vested on May 5, 2021.
33. On May 6, 2021, the reporting person was granted 2,927 DSUs that vested on May 4, 2022.
34. On May 5, 2022, the reporting person was granted 3,746 DSUs that vested on May 3, 2023.

/s/ Eric C. Scroggins, attorney- 05/05/2023  
in-fact

\*\* 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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