SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this 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 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burden										
hours per response:	0.5									

I I. Marile and Address of Reporting Ferson			2. Issuer Name and Ticker or Trading Symbol Allison Transmission Holdings Inc [ALSN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
RABORIN FRAINCIS				X	Director	10% Owner			
(Last) ONE ALLISON	st) (First) (Middle) IE ALLISON WAY		3. Date of Earliest Transaction (Month/Day/Year) 07/26/2017		Officer (give title below)	Other (specify below)			
(Street) INDIANAPOLIS IN 46222			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
		46222		X	Form filed by One Repor	Ū.			
(City)	(State)	(Zip)			Person				

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) Code V					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
					Amount (A) (D)		Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	07/26/2017		М		127,322	A	\$8.44	127,322 ⁽¹⁾	D	
Common Stock								42,625 ⁽¹⁾	I	By Francis Raborn Revocable Trust

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

	(cigi, pulo, ballo, manano, optiono, 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)		ransaction of ode (Instr. Derivative			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				
Employee Stock Option (right to buy)	\$8.44	07/26/2017		М			41,530	(2)	02/20/2018	Common Stock	41,530	\$0.00	0	D	
Employee Stock Option (right to buy)	\$8.44	07/26/2017		М			33,601	(2)	05/19/2019	Common Stock	33,601	\$0.00	0	D	
Employee Stock Option (right to buy)	\$8.44	07/26/2017		М			38,391	(2)	10/28/2019	Common Stock	38,391	\$0.00	0	D	
Employee Stock Option (right to buy)	\$8.44	07/26/2017		М			13,800	(2)	02/08/2021	Common Stock	13,800	\$0.00	0	D	

Explanation of Responses:

1. On June 7, 2017, the reporting person transferred 4,187 shares of Common Stock to the Francis Raborn Revocable Trust.

2. These options are fully vested.

Remarks:

/s/ Eric C. Scroggins, attorney-07/28/2017

Date

<u>in-fact</u>

** Signature of Reporting Person

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.

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.