

***** Exercise Your *Right* to Vote *****
**Important Notice Regarding the Availability of Proxy Materials for the
Stockholder Meeting to Be Held on May 8, 2019.**

**ALLISON TRANSMISSION HOLDINGS,
INC.**



ALLISON TRANSMISSION HOLDINGS, INC.
ONE ALLISON WAY
INDIANAPOLIS, IN 46222

Meeting Information

Meeting Type: Annual Meeting
For holders as of: March 11, 2019
Date: May 8, 2019 **Time:** 1:00 p.m. EDT
Location: One South Capitol Avenue
Indianapolis, IN 46204

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

— **Before You Vote** —
How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

1. Annual Report to Stockholders 2. Notice and Proxy Statement

How to View Online:

Have the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX (located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) BY INTERNET: www.proxyvote.com
- 2) BY TELEPHONE: 1-800-579-1639
- 3) BY E-MAIL*: sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before April 24, 2019 to facilitate timely delivery.

— **How To Vote** —
Please Choose One of the Following Voting Methods

Vote In Person: Many stockholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX (located on the following page) available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting Items

The Board of Directors recommends you vote FOR each of the following nominees:

1. Election of Directors

Nominees:

- 1a. Judy L. Altmaier
- 1b. Stan A. Askren
- 1c. Lawrence E. Dewey
- 1d. David C. Everitt
- 1e. Alvaro Garcia-Tunon
- 1f. David S. Graziosi
- 1g. William R. Harker
- 1h. Carolann I. Haznedar
- 1i. Richard P. Lavin
- 1j. Thomas W. Rabaut
- 1k. Richard V. Reynolds

The Board of Directors recommends you vote FOR the following proposals:

- 2. To ratify the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for 2019.
- 3. An advisory non-binding vote to approve the compensation paid to our named executive officers.

The Board of Directors recommends you vote every 1 YEAR on the following proposal:

- 4. An advisory non-binding vote on the frequency of future advisory votes on the compensation paid to our named executive officers.

NOTE: If any other business properly comes before the 2019 Annual Meeting, or any adjournments or postponements thereof, the persons named as proxies intend to vote the shares represented by your proxy in their discretion on such business.

