

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): September 9, 2019

ALLISON TRANSMISSION HOLDINGS, INC.
(Exact Name of Registrant as Specified in Charter)

Delaware
(State or other jurisdiction
of incorporation)

001-35456
(Commission
File Number)

26-0414014
(IRS Employer
Identification No.)

One Allison Way, Indianapolis, Indiana
(Address of principal executive offices)

46222
(Zip Code)

Registrant's telephone number, including area code (317) 242-5000

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Title of Each Class	Trading Symbol	Name of Each Exchange on which Registered
Common stock, \$0.01 par value	ALSN	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

On September 9, 2019, Allison Transmission Holdings, Inc. (“Allison”) acquired the assets and certain liabilities of Walker Die Casting, Inc., a producer of high-quality aluminum die castings, and C&R Tool and Engineering, Inc., a producer of die cast dies and tooling, for approximately \$103 million in cash subject to customary purchase price adjustments.

On September 9, 2019, Allison issued a press release announcing these acquisitions. A copy of the press release is attached as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press release dated September 9, 2019.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 9, 2019

Allison Transmission Holdings, Inc.

By: /s/ Eric C. Scroggins

Name: Eric C. Scroggins

Title: Vice President, General Counsel and Secretary



News Release

Allison Transmission Acquires Walker Die Casting

Walker is a longtime supplier of aluminum transmission castings critical in the production of Allison's products.

INDIANAPOLIS, September 9, 2019 – Allison Transmission Holdings Inc. (NYSE: ALSN), the largest global manufacturer of medium- and heavy-duty fully automatic transmissions, announced today that it has acquired the assets and certain liabilities of Walker Die Casting located in Lewisburg, Tennessee and C&R Tool and Engineering located in Muscle Shoals, Alabama.

“We are delighted to announce the acquisitions of Walker Die Casting and C&R Tool and Engineering,” said Allison Transmission President and CEO David S. Graziosi. “Walker’s products are a critical component in the manufacture and quality of our on-highway transmissions. We plan to grow the business and continue the heritage established by Robert Walker in 1958.”

Walker produces aluminum castings and has been a supplier to Allison for 20 years. The Walker family sought a buyer for the business, allowing Allison to purchase the assets of the company that supplies essential components for its core on-highway transmission products. Allison is committed to continuing the 60-year-old company’s legacy. C&R Tool and Engineering is a leading supplier of metal working tools for use at Walker and other companies.

Walker Die Casting and C&R Tool and Engineering will be run as Allison Transmission plants and continue to operate in their respective locations. Walker Die Casting is the second-largest employer in Lewisburg, employing several hundred people.

“While it is always hard to let go of the business you built, we are proud that it will remain in good hands with Allison Transmission,” said John Walker, Walker Die Casting President and son of the founder.

Allison paid approximately \$103 million in cash for the Walker Die Casting and C&R Tool and Engineering assets. Allison does not expect the acquisitions to have a material impact on current fiscal year earnings.

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About Walker Die Casting

Walker Die Casting, Inc. (“Walker”) is a for-profit Tennessee corporation that has produced high-quality aluminum die castings since 1958. Walker is located in Lewisburg, Tennessee. The Lewisburg facility produces castings for various automobile parts, commercial vehicle parts and outboard motor parts for customers throughout the United States and in various foreign countries.

About C&R Tool and Engineering

C&R Tool and Engineering, Inc. produces die cast dies and tooling using the latest technology and processes. Founded in 1956, the company is located in Muscle Shoals, Alabama.

About Allison Transmission

Allison Transmission (NYSE: ALSN) is the world's largest manufacturer of fully automatic transmissions for medium- and heavy-duty commercial vehicles. Allison transmissions are used in a variety of applications including refuse, construction, fire, distribution, bus, motorhomes, defense and energy. Founded in 1915, the company is headquartered in Indianapolis, Indiana, USA. With a market presence in more than 80 countries, Allison has regional headquarters in the Netherlands, China and Brazil with manufacturing facilities in the U.S., Hungary and India. Allison also has approximately 1,400 independent distributor and dealer locations worldwide. For more information, visit allisontransmission.com.

Forward-Looking Statements

This press release contains forward-looking statements. All statements other than statements of historical fact contained in this press release are forward-looking statements, including all statements regarding future financial results. In some cases, you can identify forward-looking statements by terminology such as "may," "will," "should," "expect," "plans," "project," "anticipate," "believe," "estimate," "predict," "intend," "forecast," "could," "potential," "continue" or the negative of these terms or other similar terms or phrases. Forward-looking statements are not guarantees of future performance and involve known and unknown risks. Factors which may cause the actual results to differ materially from those anticipated at the time the forward-looking statements are made include, but are not limited to: our participation in markets that are competitive; the highly cyclical industries in which certain of our end users operate; uncertainty in the global regulatory and business environments in which we operate; our ability to prepare for, respond to and successfully achieve our objectives relating to technological and market developments, competitive threats and changing customer needs; the concentration of our net sales in our top five customers and the loss of any one of these; the failure of markets outside North America to increase adoption of fully-automatic transmissions; U.S. and foreign defense spending; general economic and industry conditions; increases in cost, disruption of supply or shortage of raw materials or components used in our products; the discovery of defects in our products, resulting in delays in new model launches, recall campaigns and/or increased warranty costs and reduction in future sales or damage to our brand and reputation; risks associated with our international operations, including increased trade protectionism; labor strikes, work stoppages or similar labor disputes, which could significantly disrupt our operations or those of our principal customers; risks related to our substantial indebtedness; our intention to pay dividends and repurchase shares of our common stock and other risks and uncertainties associated with our business described in our Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K. Although we believe the expectations reflected in such forward-looking statements are based upon reasonable assumptions, we can give no assurance that the expectations will be attained or that any deviation will not be material. All information is as of the date of this press release, and we undertake no obligation to update any forward-looking statement to conform the statement to actual results or changes in expectations.

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