FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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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(h)

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 APPRO	JVAL				
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(Last) (C/O ALI INC. (Street)	C/O ALLISON TRANSMISSION HOLDINGS, NC.  Street)  NDIANAPOLIS IN 46222					2. Issuer Name and Ticker or Trading Symbol Allison Transmission Holdings Inc [ ALSN ]  3. Date of Earliest Transaction (Month/Day/Year) 02/22/2023  4. If Amendment, Date of Original Filed (Month/Day/Year)								S. Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director					
(0.5)	(City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)				ction 2A. Deemed Execution Date,		3. 4. Securit Transaction Disposed Code (Instr. 5)		ities Acquired (A) or		5. Amou Securitie Benefici Owned I Reporter		unt of 6. ies ially (D) Following ed etion(s)		n: Direct or Indirect Instr. 4)	7. Nature of Indirect Beneficial Ownership Instr. 4)				
	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)	Derivative Conversion Date Execution Date, Gecurity or Exercise (Month/Day/Year) if any		ate, T	ransaction of ode (Instr. Derivative			6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)		S	. Price of Perivative Pecurity Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
				c	Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amou or Numb of Share	oer					
Employee Stock Option (right to buy)	\$47.35	02/22/2023			A		7,975		(1)		02/22/2033	Common Stock	7,97	75	\$0	7,975		D	
Restricted Stock Units	(2)	02/22/2023			A		2,658		(3)		(3)	Common Stock	2,65	58	\$0	2,658		D	

## **Explanation of Responses:**

- 1. The option vests in three equal annual installments beginning on February 22, 2024.
- 2. Each restricted stock unit ("RSU") represents a contingent right to receive one share of Allison Transmission Holdings, Inc. common stock.
- 3. The RSUs vests in three equal annual installments beginning on February 22, 2024.

/s/ Eric C. Scroggins, attorney-02/24/2023

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.

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.