

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

**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>LAVIN RICHARD P</u>			2. Issuer Name and Ticker or Trading Symbol <u>Allison Transmission Holdings Inc [ ALSN ]</u>			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)		
(Last) (First) (Middle) <u>C/O ALLISON TRANSMISSION HOLDINGS, INC.</u>			3. Date of Earliest Transaction (Month/Day/Year) <u>05/07/2025</u>			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		
<u>ONE ALLISON WAY</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>INDIANAPOLIS IN 46222</u>								
(City) (State) (Zip)								

**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>	05/07/2025		M		3,724 <sup>(1)(2)</sup>	A	\$0	45,134	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)	05/07/2025		M			425	(4)	(4)	Common Stock	425	\$0	0	D	
Deferred Stock Units	(3)	05/07/2025		M			2,017	(5)	(5)	Common Stock	2,017	\$0	0	D	
Deferred Stock Units	(3)	05/07/2025		M			433	(6)	(6)	Common Stock	433	\$0	0	D	
Deferred Stock Units	(3)	05/07/2025		M			309	(7)	(7)	Common Stock	309	\$0	0	D	
Deferred Stock Units	(3)	05/07/2025		M			235	(8)	(8)	Common Stock	235	\$0	0	D	
Deferred Stock Units <sup>(9)</sup>	(3)	05/07/2025		A			280	(3)	(3)	Common Stock	280	\$0 <sup>(11)</sup>	280	D	
Deferred Stock Units	(3)	05/07/2025		M			280	(10)	(10)	Common Stock	280	\$0	0	D	
Dividend Equivalent Rights	(12)	05/07/2025		M			25	(13)	(13)	Common Stock	25	\$0	0	D	

**Explanation of Responses:**

- 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") 2025 annual meeting of stockholders and his term ended on May 7, 2025.
- Includes 3,699 DSUs and 25 related dividend equivalents.
- 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 change in control. DSUs earn dividend equivalents when dividends are declared on the Company's common stock.
- On May 8, 2024, the reporting person was granted 425 DSUs that vested on May 8, 2024.
- On May 9, 2024, the reporting person was granted 2,017 DSUs that vested on May 7, 2025.
- On August 8, 2024, the reporting person was granted 433 DSUs that vested on August 8, 2024.

7. On November 8, 2024, the reporting person was granted 309 DSUs that vested on November 8, 2024.

8. On February 7, 2025, the reporting person was granted 235 DSUs that vested on February 7, 2025.

9. These DSUs represent a quarterly payment of the portion of the reporting person's annual retainer and other fees under the Company's Eighth Amended and Restated Non-Employee Director Compensation Policy deferred pursuant to the Company's Amended and Restated Non-Employee Director Deferred Compensation Plan. The annual retainer and other fees are payable quarterly in arrears.

10. On May 7, 2025, the reporting person was granted 280 DSUs that vested on May 7, 2025.

11. The number of DSUs received was calculated based on \$97.23, which was the closing price of the Company's common stock on the date of grant.

12. Each dividend equivalent right is the economic equivalent of one share of the Company's common stock.

13. The dividend equivalent rights accrued on previously awarded DSUs and were payable on May 7, 2025, the date of the reporting person's separation from service.

/s/ Preston B. Ray, Attorney-in-  
Fact 05/09/2025

\*\* 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.**