FORM 4  UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549    Check this box if no longer subject to bubble to state of form 4 or form 5 obligation in 5 form 4 or form 5 bubble to instruction (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 1934  DMB APPROVAL DMB Number: 3235-0287 Estimated average bubble to section 30(h) of the Investment Company Act of 1934    1. Name and Address of Reporting Person"  2. Issuer Name and Ticker or Trading Symbol ALININ RICHARD P  S. Relationship of Reporting Person(s) to Issuer Allision Transmission Holdings Inc [ ALSN]  S. Relationship of Reporting Person(s) to Issuer Check atl applicable    CO ALLISON TRANSMISSION HOLDINGS, INC.  (Middle)  A. If Amendment, Date of Original Filed (Month/Day/Year) In/11/2/2018  S. Individual or Joint/Group Filing (Check Applicable Line)    (Street)  NDIANAPOLIS IN MDIANAPOLIS IN (City)  46222  Rule 10b5-1(c) Transaction Indication if any (Month/Day/Year)  S. Individual or Joint/Group Filing (Check Applicable Line)    1. Title of Security (Instr. 3)  D. Transaction Date for this box to indicate that a transaction date that a transaction of Rule 1005-1(c). See Instruction 10.  S. Ownership Transaction Breeficially Owner A Tipology  S. Ownership Transaction Breeficially Owner A Tipology  S. Amount of Securities Acquired (A) or Transaction Breeficially Owner A Tipology  S. Amount of Securities Acquired (A) or Transaction Breeficially Owner A Tipology  S. Amount o	SEC Form 4														
Check this box in olonger subjects  STATEMENT OF CHANGES IN DENETFOAL OWNERSTIP    Denet this box in olonger subjects  Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  Estimated average burden hours per response: 0.5    1. Name and Address of Reporting Person*	FORM 4										SION				
In Name and Address of Reporting Forson  Allison Transmission Holdings Inc [ALSN]  (Check all applicable)  C  V    Ison Transmission Holdings Inc [ALSN]  Allison Transmission Holdings Inc [ALSN]  (Check all applicable)  C  V    (Last)  (First)  (Middle)  3. Date of Earliest Transaction (Month/Day/Year)  Check all applicable)  C  V  V  Director  Other (specify below)    C/O ALLISON TRANSMISSION HOLDINGS, INC.  4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line)  X  Form filed by One Reporting Person    ONE ALLISON WAY	Section 16. Form 4 or Form 5 obligations may continue. See				t to Section 16(a) of	es Exchange A			Estimated average burden		en				
(Last)  (First)  (Middle)    (Last)  (First)  (Middle)    C/O ALLISON TRANSMISSION HOLDINGS, INC.  4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line)    ONE ALLISON WAY  4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line)    (Street)  INDIANAPOLIS IN  46222    (City)  (State)  (Zip)    Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.    Structure Securities Acquired, Disposed of, Or Beneficially Owned    1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  3. Transaction If any (Month/Day/Year)  4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  5. Amount of Securities (Instr. 4) enditient Beneficially Owned Following Transaction(5) (Instr. 4) enditient	1 0	n*		Allis	on Transmiss	ion H	Ioldi	ings Inc [	ALSN	(Check	all applicable)				
INC.  ONE ALLISON WAY    (Street)  INDIANAPOLIS IN    INDIANAPOLIS IN  46222    (City)  (State)    (Zip)  Check this box to indicate that a transaction locate of orgene that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.    Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned    1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 3)  3. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 3)  5. Amount of Disposed of (D) (Instr. 3, 4 and Code (Instr. 3, 4 and Code (Instr. 4) (Instr. 4)  6. Ownership (Instr. 4)  7. Nature of Indirect (I) (Instr. 4)		· ,				ction (M	onth/E	Day/Year)				title			
INDIANAPOLIS IN  46222  Rule 10b5-1(c) Transaction Indication    (City)  (State)  (Zip)  Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.    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 Folloying Reported Transaction(s) (Instr. 4)  6. Ownership (Instr. 4)  7. Nature of Indirect Beneficially (Instr. 4)	INC. ONE ALLISON WAY									Line)	Line) X Form filed by One Reporting Person Form filed by More than One Reporting				
(City)  (State)  (Zip)  istify the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.    Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned    1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (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 of Indirect (I) (Instr. 4)  6. Ownership Form: Direct (I) (Instr. 4)  7. Nature of Indirect Beneficially (Instr. 4)		46222		Rule	10b5-1(c) 1	Frans	acti	on Indica	ition						
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  2A. Deemed Execution Date, if any (Month/Day/Year)  3. Transaction Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially (Month/Day/Year)  6. Ownership (Instr. 3, 4 and 5)    1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  24. Deemed Execution Date, if any (Month/Day/Year)  3. Transaction Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Securities Beneficially (Month/Day/Year)  6. Ownership (Instr. 4)  7. Nature of Indirect (D) or Indirect (I) (Instr. 4)  8. Securities Acquired (A) or (D) (Instr. 3, 4 and 4)  6. Ownership (Instr. 4)  7. Nature of Indirect (I) (Instr. 4)  8. Securities (I) (Instr.	(City) (State)	(Zip)	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								ed to				
Date (Month/Day/Year)  Date (Month/Day/Year)  Execution Date, if any (Month/Day/Year)  Transaction (Month/Day/Year)  Disposed Of (D) (Instr. 3, 4 and 5)  Securities (D) (Instr. 3, 4 and 5)  Securities (D) (Instr. 4)  Form: Direct (D) or Indirect (D) (Instr. 4)  Of Indirect Beneficially (Instr. 4)    V  Amount  (A) or (D)  Price  Form: Direct (D) (Instr. 4)  Form: Direct (D) or Indirect (I) (Instr. 4)  of Indirect Beneficially (Instr. 4)	Ta	ble I - Noi	1-Deriva	tive S	ecurities Acqu	uired,	Disp	posed of, c	or Ben	eficially	Owned				
(Instr. 3 and 4)	Date		Date		Execution Date, if any	Transaction Code (Instr.		Disposed Of (D) (Instr. 3, 5)		(A) or 3, 4 and	Securities Beneficially Owned Follow Reported	/ing	Form: Direct (D) or Indirect	of Indirect Beneficial Ownership	
									(D)		(Instr. 3 and 4)				

(e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature 10. Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Derivative Security (Instr. 3) derivative Securities Beneficially Expiration Date (Month/Day/Year) Derivative of Indirect Conversion Date Execution Date Transaction Ownership if any (Month/Day/Year) Security (Instr. 5) Form: Direct (D) Beneficial or Exercise (Month/Day/Year) Code (Instr. 8) Derivative Price of Securities Ownership Acquired (A) or Disposed Derivative Owned or Indirect (I) (Instr. 4) (Instr. 4) Following Reported Security of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount or Number Date Expiration of v (A) (D) Exercisable Date Title Shares Code Deferred Common 473<sup>(4)</sup> (3)(3) (3) 29,696<sup>(5)</sup> 11/12/2018 473 D Stock А \$<mark>0</mark> Stock Units<sup>(1)(2)</sup>

## Explanation of Responses:

1. The reporting person is filing this amendment to the Form 4 originally filed on November 14, 2018, as well as amendments to the Form 4s originally filed on August 14, 2018 and February 13, 2019, solely to reflect that the annual retainer awards reported in such Form 4s were granted to the reporting person in the form of deferred stock units ("DSUs") and not common stock. The subsequent Form 4s filed by the reporting person overstated the reporting person's direct holdings of common stock by an aggregate of 1,414 shares. As of March 28, 2024, the date of this amendment, the reporting person directly holds 9,826 shares of common stock.

2. These DSUs represent a quarterly payment of the portion of the reporting person's annual retainer under the Allison Transmission Holdings, Inc. (the "Company") Third 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 is payable quarterly in arrears.

3. 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 a change in control. DSUs earn dividend equivalents when dividends are declared on the Company's common stock.

4. The number of DSUs received was calculated based on \$45.82, which was the closing price of the Company's common stock on the date of grant.

5. Represents the total number of DSUs held by the reporting person as of March 28, 2024, the date of this amendment, and reflects all transactions through such date

/s/ Preston B. Ray, attorney-in-03/28/2024

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.