

**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(b).

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 APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <b>STAR JAMES A</b>  (Last) (First) (Middle) <b>C/O ALLISON TRANSMISSION HOLDINGS INC</b> <b>ONE ALLISON WAY</b>  (Street) <b>INDIANAPOLIS IN 46222</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>Allison Transmission Holdings Inc [ ALSN ]</b>	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)
	3. Date of Earliest Transaction (Month/Day/Year) <b>05/02/2018</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

**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	05/02/2018		S		5,900 <sup>(1)</sup>	D	\$40.2754	640,900	I	By Areljay II LLC <sup>(2)</sup>
Common Stock	05/02/2018		S		21,445 <sup>(1)</sup>	D	\$40.2754	2,152,222	I	By The Crown Fund <sup>(2)</sup>
Common Stock	05/02/2018		S		11,100 <sup>(1)</sup>	D	\$40.2754	1,042,061	I	By The Crown Fund II <sup>(2)</sup>
Common Stock	05/02/2018		S		3,005 <sup>(1)</sup>	D	\$40.2754	38,895	D	
Common Stock	05/03/2018		S		4,700 <sup>(1)</sup>	D	\$40.1204	636,200	I	By Areljay II LLC <sup>(2)</sup>
Common Stock	05/03/2018		S		15,740 <sup>(1)</sup>	D	\$40.1204	2,136,482	I	By The Crown Fund <sup>(2)</sup>
Common Stock	05/03/2018		S		7,700 <sup>(1)</sup>	D	\$40.1204	1,034,361	I	By The Crown Fund II <sup>(2)</sup>
Common Stock	05/03/2018		S		2,352 <sup>(1)</sup>	D	\$40.1204	36,543	D	
Common Stock	05/04/2018		S		4,700 <sup>(1)</sup>	D	\$40.7728	631,500	I	By Areljay II LLC <sup>(2)</sup>
Common Stock	05/04/2018		S		15,405 <sup>(1)</sup>	D	\$40.7728	2,121,077	I	By The Crown Fund <sup>(2)</sup>
Common Stock	05/04/2018		S		7,400 <sup>(1)</sup>	D	\$40.7728	1,026,961	I	By The Crown Fund II <sup>(2)</sup>
Common Stock	05/04/2018		S		2,059 <sup>(1)</sup>	D	\$40.7728	34,484	D	
Common Stock								19,900	I	By HCNI II, LLC <sup>(2)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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 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)
<b>Explanation of Responses:</b>											
<p>1. These shares were sold in compliance with a Rule 10b5-1 sales plan entered into on February 17, 2018.</p> <p>2. These shares are held by the identified entities in which trusts established for the benefit of the reporting person's wife and children indirectly own interests. The reporting person is President and Chief Executive Officer of Longview Asset Management, LLC, which, by virtue of managing the investments of such entities, may be deemed to beneficially own the shares held by such entities. The reporting person disclaims beneficial ownership of the shares held by these entities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all the reported shares for purposes of Section 16 or for any other purpose.</p>											
				Code V	(A) (D)	Date Exercisable	Expiration Date	Number of Shares	05/04/2018		
								/s/Angie Newhouse, Attorney 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.