

Howell Keith J
Form 3
June 10, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Howell Keith J		(Month/Day/Year)	AK STEEL HOLDING CORP [AKS]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		06/01/2010		
9227 CENTRE POINTE DRIVE			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
	(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
WEST CHESTER,Â OHÂ 45069			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	V.P. Carbon Steel Operations	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	38,865	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

Edgar Filing: Howell Keith J - Form 3

				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy)	01/19/2007	01/19/2016	Common Stock	1,250	\$ 7.885	D	Â
Employee Stock Option (Right to Buy)	01/18/2008	01/18/2017	Common Stock	4,250	\$ 16.755	D	Â
Employee Stock Option (Right to Buy)	01/17/2009 ⁽¹⁾	01/17/2018	Common Stock	2,375	\$ 36.585	D	Â
Employee Stock Option (Right to Buy)	01/21/2010 ⁽²⁾	01/21/2019	Common Stock	6,375	\$ 9.21	D	Â
Employee Stock Option (Right to Buy)	01/20/2011 ⁽³⁾	01/20/2020	Common Stock	3,625	\$ 22.965	D	Â
Performance Shares	12/31/2010	12/31/2010	Common Stock	1,562.5 ⁽⁴⁾	\$ ⁽⁵⁾	D	Â
Performance Shares	12/31/2011	12/31/2011	Common Stock	4,312.5 ⁽⁶⁾	\$ ⁽⁷⁾	D	Â
Performance Shares	12/31/2012	12/31/2012	Common Stock	2,275 ⁽⁸⁾	\$ ⁽⁹⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Howell Keith J 9227 CENTRE POINTE DRIVE WEST CHESTER, OH 45069	Â	Â	Â V.P. Carbon Steel Operations	Â

Signatures

/s/ Keith J.
Howell

06/10/2010

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

(1) Options vest in three equal annual installments beginning one year after 1/17/2008 (the grant date).

(2) Options vest in three equal annual installments beginning one year after 1/21/2009 (the grant date).

(3) Options vest in three equal annual installments beginning one year after 1/20/2010 (the grant date).

(4) This represents one half of the Performance Shares which were awarded and are required to be reported at this time because they constitute derivative securities. The other half do not constitute derivative securities and therefore are not required to be reported at this time.

(5) Each Performance Share represents a contingent right to receive 0 to 1.5 shares of Common Stock. The conversion rate ultimately applied to these Performance Shares will be determined based on the compounded annual growth rate of the Common Stock between January 1, 2008 and December 31, 2010.

Edgar Filing: Howell Keith J - Form 3

(6) This represents one half of the Performance Shares which were awarded and are required to be reported at this time because they constitute derivative securities. The other half do not constitute derivative securities and therefore are not required to be reported at this time.

(7) Each Performance Share represents a contingent right to receive 0 to 1.5 shares of Common Stock. The conversion rate ultimately applied to these Performance Shares will be determined based on the compounded annual growth rate of the Common Stock between January 1, 2009 and December 31, 2011.

(8) This represents one half of the Performance Shares which were awarded and are required to be reported at this time because they constitute derivative securities. The other half do not constitute derivative securities and therefore are not required to be reported at this time.

(9) Each Performance Share represents a contingent right to receive 0 to 1.5 shares of Common Stock. The conversion rate ultimately applied to these Performance Shares will be determined based on the compounded annual growth rate of the Common Stock between January 1, 2010 and December 31, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.