

BARRETT MARK S.  
Form 3  
October 08, 2008

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

OMB APPROVAL

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**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)

<p>1. Name and Address of Reporting Person *</p> <p>Â BARRETT MARK S.</p> <p>(Last) (First) (Middle)</p> <p>ONE DAUCH DRIVE</p> <p>(Street)</p> <p>DETROIT,Â MIÂ 48211-1198</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>10/01/2008</p>	<p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p>AMERICAN AXLE &amp; MANUFACTURING HOLDINGS INC [AXL]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP-Engineering &amp; Product Dev.</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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	22,210	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**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			

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				Shares		(I) (Instr. 5)	
Employee Stock Option (right to purchase)	Â (1)	05/19/2010	Common Stock	6,000	\$ 15.32	D	Â
Employee Stock Option (right to purchase)	Â (2)	02/02/2011	Common Stock	23,053	\$ 15.56	D	Â
Employee Stock Option (right to purchase)	Â (3)	01/23/2012	Common Stock	10,000	\$ 24.15	D	Â
Employee Stock Option (right to purchase)	Â (4)	01/22/2013	Common Stock	10,000	\$ 23.73	D	Â
Employee Stock Option (right to purchase)	Â (5)	02/02/2014	Common Stock	9,000	\$ 38.7	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARRETT MARK S. ONE DAUCH DRIVE DETROIT, MI 48211-1198	Â	Â	Â VP-Engineering & Product Dev.	Â

## Signatures

Laura L. Douglas,  
Attorney-in-fact

10/08/2008

\_\_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) The options are fully vested.
- (2) The options are fully vested.
- (3) The options are fully vested.
- (4) The options are fully vested.
- (5) The options are fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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