

AMERICAN AXLE & MANUFACTURING HOLDINGS INC
Form 8-K
November 05, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): November 1, 2018

AMERICAN AXLE & MANUFACTURING
HOLDINGS, INC.
(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation)
1-14303 38-3161171

(Commission File Number) (IRS Employer Identification No.)

One Dauch Drive, Detroit, Michigan 48211-1198

(Address of Principal Executive Offices) (Zip Code)

(313) 758-2000
(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

SECTION 5 - CORPORATE GOVERNANCE AND MANAGEMENT

Item 5.02 -- Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On November 1, 2018, the Board of Directors of American Axle & Manufacturing Holdings, Inc. ("AAM") elected Herbert K. Parker as an independent director of the Board. Mr. Parker will serve as a Class II director for a term expiring on the date of AAM's 2019 annual meeting of stockholders.

Mr. Parker is eligible to participate in AAM's compensation arrangements for non-employee directors, as described in AAM's definitive proxy statement for its 2018 annual meeting of stockholders, filed with the SEC on March 22, 2018.

SECTION 8 - OTHER EVENTS

Item 8.01 Other Events

On November 5, 2018, AAM issued a press release announcing the election of a new board member. A copy of this press release is furnished as Exhibit 99.1.

SECTION 9 - FINANCIAL STATEMENTS AND EXHIBITS

Item 9.01 Financial Statements and Exhibits

| Exhibit No. | Description |
|-------------|-------------|
|-------------|-------------|

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| <u>99.1</u> | Press Release Dated November 5, 2018 |
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

AMERICAN AXLE &
MANUFACTURING
HOLDINGS, INC.

Date: November 5, 2018 By: /s/ David
E. Barnes

David E.
Barnes
Vice
President,

General
Counsel &
Secretary