

AMERICAN AXLE & MANUFACTURING HOLDINGS INC

Form 8-K

March 04, 2005

Table of Contents

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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): March 1, 2005

AMERICAN AXLE & MANUFACTURING HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-14303

(Commission File Number)

One Dauch Drive, Detroit, Michigan

(Address of principal executive offices)

36-3161171

(I.R.S. Employer Identification Number)

48211-1198

(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.):

- 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))
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TABLE OF CONTENTS

Item 1.01. Entry into a Material Definitive Agreement

SIGNATURE

Table of Contents

Section 1 Business and Operations

Item 1.01. Entry into a Material Definitive Agreement

On March 1, 2005, the Compensation Committee of the Board of Directors of American Axle & Manufacturing Holdings, Inc. (AAM) determined the base salary of AAM s Co-Founder, Chairman of the Board & Chief Executive Officer, Richard E. Dauch, pursuant to the terms of Mr. Dauch s employment agreement dated November 6, 1997, as amended. Mr. Dauch s annual base salary is \$1,265,000 effective March 1, 2005.

Table of Contents

SIGNATURE

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.

By: /s/ Patrick S. Lancaster
Name: Patrick S. Lancaster
Title: Vice President, Chief Administrative
Officer & Secretary

Date: March 4, 2005