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AMERICAN AXLE & MANUFACTURING HOLDINGS INC

Form 4

July 10, 2002

FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

[] Check box if no longer
subject to Section 16. Form
4 or Form 5 obligations may
continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person(1)			2. Issuer Name and Ticker or Trading Symbol	6. Re
Dauch	Richard	E.	American Axle & Manufacturing Holdings, Inc. (NYSE-AXL)	
(Last)	(First)	(Middle)		
c/o American Axle & Manufacturing Holdings, Inc. 1840 Holbrook Avenue			3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)	4. Statement for Month/Year 6/02
(Street)				5. If Amendment, Date of Original (Month/Year)
Detroit	MI	48212		7. In (C X F -- F -- R
(City)	(State)	(Zip)		

* If the form is filled by more than one reporting person, see instruction 4(b)(v).

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFIT

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/ Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or (D)	Price
Common Stock	6/14/02	J		2,138,185	A	
Common Stock	6/14/02	J		2,138,185	D	

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Explanation of Responses:

- (1) In June 2002, the reporting person completed the transfer of 2,138,185 shares of common stock from the Dauch Annuity Trust 2001 to the Sandra J. Dauch Gift Trust. The reporting person is trustee of the Dauch Annuity Trust 2001, Dauch Annuity Trust 2004 and Dauch Annuity Trust 2007. The reporting person's spouse is trustee of the Sandra J. Dauch Gift Trust.

There was no change in the reporting person's beneficial ownership as a result of these transfers. After the transfers referenced above, the Dauch Annuity Trust 2004 and Dauch Annuity Trust 2007 hold 3,619,834 shares of common stock. An additional 2,185,115 shares of common stock is held by the Sandra J. Dauch Gift Trust.

/s/ Patrick S. Lancaster 7/10/02

Signature of Reporting Person Date
Attorney in fact

**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 provided is insufficient, see Instruction 6 for procedure.

(Print or Type Responses)