

AMERICAN AXLE & MANUFACTURING HOLDINGS INC
Form SC 13D/A
November 15, 2017

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 1)

American Axle & Manufacturing Holdings, Inc.
(Name of Issuer)

Common Stock, \$0.01 par value per share
(Title of class of securities)

024061103
(CUSIP Number)

Eric Schondorf
General Counsel
c/o American Securities LLC
299 Park Avenue, 34th Floor
New York, NY 10171
212-476-8078

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

November 10, 2017
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rules 13d-1(e), 13d-1(f) or 13d-1(g), check the following box

CUSIP No. 024061103 13DPage 2

NAME OF REPORTING PERSONS

1

ASP MD Investco L.P.

CHECK THE APPROPRIATE BOX IF (a)
A MEMBER OF A GROUP:

2

(b)

SEC USE ONLY

3

SOURCE OF FUNDS:

4

OO

CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEM
2(D) OR 2(E):

5

CITIZENSHIP OR PLACE OF
ORGANIZATION:

6

Delaware

SOLE VOTING POWER:

7

0 (see Item 5)

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER:

8

10,682,679 (see Item 5)

SOLE DISPOSITIVE POWER:

9

0 (see Item 5)

SHARED DISPOSITIVE POWER:

10

10,682,679 (see Item 5)

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON:

11

10,682,679 (see Item 5)

12

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES:

13

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11):

9.60% (1) (see Item 5)

14

TYPE OF REPORTING PERSON:

PN

(1) Percent of Common Stock calculated based on 111,290,072 shares of Common Stock of the Issuer outstanding as of November 6, 2017 (as disclosed by the Issuer in the Prospectus filed with the Commission pursuant to Rule 424(b)(2) on November 9, 2017, supplementing the Registration Statement on Form S-3 (File No. 333-217033), filed on March 30, 2017.

2

CUSIP No. . 024061103 13DPage 3

NAME OF REPORTING PERSONS

1

American Securities Partners VI, L.P.

CHECK THE APPROPRIATE BOX IF (a)
A MEMBER OF A GROUP:

2

(b)

SEC USE ONLY

3

SOURCE OF FUNDS:

4

OO

CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEM
2(D) OR 2(E):

5

CITIZENSHIP OR PLACE OF
ORGANIZATION:

6

Delaware

SOLE VOTING POWER:

7

0 (see Item 5)

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER:

8

10,682,679 (see Item 5)

SOLE DISPOSITIVE POWER:

9

0 (see Item 5)

SHARED DISPOSITIVE POWER:

10

10,682,679 (see Item 5)

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
REPORTING PERSON:

11

10,682,679 (see Item 5)

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AMOUNT IN ROW (11) EXCLUDES
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13 PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11):

9.60% (1) (see Item 5)

14 TYPE OF REPORTING PERSON:

PN

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3

CUSIP No. . 024061103 13DPage 4

NAME OF REPORTING PERSONS

1

American Securities Partners VI(B), L.P.

CHECK THE APPROPRIATE BOX IF (a)
A MEMBER OF A GROUP:

2

(b)

SEC USE ONLY

3

SOURCE OF FUNDS:

4

OO

CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEM
2(D) OR 2(E):

5

CITIZENSHIP OR PLACE OF
ORGANIZATION:

6

Delaware

SOLE VOTING POWER:

7

0 (see Item 5)

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER:

8

10,682,679 (see Item 5)

SOLE DISPOSITIVE POWER:

9

0 (see Item 5)

SHARED DISPOSITIVE POWER:

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10,682,679 (see Item 5)

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
REPORTING PERSON:

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10,682,679 (see Item 5)

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4

CUSIP No. . 024061103 13DPage 5

1 NAME OF REPORTING PERSONS
American Securities Partners VI (C),
L.P.

2 CHECK THE APPROPRIATE BOX IF (a)
A MEMBER OF A GROUP: (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS:
OO

5 CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEM
2(D) OR 2(E):

6 CITIZENSHIP OR PLACE OF
ORGANIZATION:
Delaware

7 SOLE VOTING POWER:
0 (see Item 5)

8 SHARED VOTING POWER:
10,682,679 (see Item 5)

9 SOLE DISPOSITIVE POWER:
0 (see Item 5)

10 SHARED DISPOSITIVE POWER:
10,682,679 (see Item 5)

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
REPORTING PERSON:

10,682,679 (see Item 5)

12

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (11) EXCLUDES
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PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11):

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5

CUSIP No. . 024061103 13DPage 6

NAME OF REPORTING PERSONS

1

American Securities Partners VI(D), L.P.

CHECK THE APPROPRIATE BOX IF (a)
A MEMBER OF A GROUP:

2

(b)

SEC USE ONLY

3

SOURCE OF FUNDS:

4

OO

CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEM
2(D) OR 2(E):

5

CITIZENSHIP OR PLACE OF
ORGANIZATION:

6

Delaware

SOLE VOTING POWER:

7

0 (see Item 5)

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER:

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0 (see Item 5)

SHARED DISPOSITIVE POWER:

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6

CUSIP No. . 024061103 13DPage 7

1 NAME OF
REPORTING
PERSONS

American
Securities
Associates VI,
LLC

CHECK THE
APPROPRIATE
BOX IF A (a)
MEMBER OF A
2 GROUP:

(b)

3 SEC USE ONLY

4 SOURCE OF
FUND