

AK STEEL HOLDING CORP
Form 3
January 05, 2016

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)

1. Name and Address of Reporting Person *

Westcott David E

(Last) (First) (Middle)

9227 CENTRE POINTE DRIVE

(Street)

WEST CHESTER, OH 45069

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/01/2016

3. Issuer Name and Ticker or Trading Symbol
AK STEEL HOLDING CORP [AKS]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Vice President and Treasurer

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

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

46,056

D

AK

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)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of

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)

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				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy)	01/19/2007	01/19/2016	Common Stock	1,000	\$ 7.885	D	Â
Employee Stock Option (Right to Buy)	01/18/2008	01/18/2017	Common Stock	3,333	\$ 16.755	D	Â
Employee Stock Option (Right to Buy)	01/17/2009	01/17/2018	Common Stock	2,750	\$ 36.585	D	Â
Employee Stock Option (Right to Buy)	01/21/2010	01/21/2019	Common Stock	5,000	\$ 9.21	D	Â
Employee Stock Option (Right to Buy)	01/20/2011	01/20/2020	Common Stock	4,125	\$ 22.965	D	Â
Employee Stock Option (Right to Buy)	01/19/2012	01/19/2021	Common Stock	4,681	\$ 14.57	D	Â
Employee Stock Option (Right to Buy)	01/18/2013	01/18/2022	Common Stock	8,300	\$ 9.11	D	Â
Employee Stock Option (Right to Buy)	01/23/2014 ⁽¹⁾	01/23/2023	Common Stock	8,300	\$ 4.59	D	Â
Employee Stock Option (Right to Buy)	01/22/2015 ⁽²⁾	01/22/2024	Common Stock	8,300	\$ 6.72	D	Â
Employee Stock Option (Right to Buy)	01/21/2016 ⁽³⁾	01/21/2025	Common Stock	14,600	\$ 3.975	D	Â
Performance Shares	12/31/2016	12/31/2016	Common Stock	4,850 ⁽⁴⁾	\$ ⁽⁵⁾	D	Â
Performance Shares	12/31/2017	12/31/2017	Common Stock	9,000 ⁽⁶⁾	\$ ⁽⁷⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Westcott David E 9227 CENTRE POINTE DRIVE WEST CHESTER, OH 45069	Â	Â	Â Vice President and Treasurer	Â

Signatures

/s/ David E.
Westcott

01/04/2016

**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) Options vest in three equal annual installments beginning one year after grant date.

(2) Options vest in three equal annual installments beginning one year after grant date.

(3) Options vest in three equal annual installments beginning one year after grant date.

This represents one half of the Performance Shares which were awarded on January 22, 2014 and are required to be reported at this time

(4) because they constitute derivative securities. The other half do not constitute derivative securities and therefore are not required to be reported at this time.

Each Performance Share represents a contingent right to receive 0 to 1.5 shares of Common Stock. The conversion rate (0, .5, or 1.5)

(5) ultimately applied to these Performance Shares will be determined based on the compounded annual growth rate ("CAGR") of the Common Stock between January 1, 2014 to December 31, 2016 (the "Performance Period").

This represents one half of the Performance Shares which were awarded on January 21, 2015 and are required to be reported at this time

(6) because they constitute derivative securities. The other half do not constitute derivative securities and therefore are not required to be reported at this time.

Each Performance Share represents a contingent right to receive 0 to 1.5 shares of Common Stock. The conversion rate (0, .5, or 1.5)

(7) ultimately applied to these Performance Shares will be determined based on the compounded annual growth rate ("CAGR") of the Common Stock between January 1, 2015 to December 31, 2017 (the "Performance Period").

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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