

AMERICAN AXLE & MANUFACTURING HOLDINGS INC  
Form S-8 POS  
April 30, 2010

**Registration No. 333-70466**

**SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8  
REGISTRATION STATEMENT  
Under  
The Securities Act of 1933**

**AMERICAN AXLE & MANUFACTURING, INC.**  
(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**38-3138388**  
(I.R.S. Employer Identification No.)

**AMERICAN AXLE & MANUFACTURING HOLDINGS, INC.**  
(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**36-3161171**  
(I.R.S. Employer Identification No.)

**One Dauch Drive  
Detroit, Michigan**  
(Address of Principal Executive Offices)

**48211-1198**  
(Zip Code)

**AMERICAN AXLE & MANUFACTURING, INC.  
PERSONAL SAVINGS PLAN FOR HOURLY-RATE ASSOCIATES  
AND**

**AMERICAN AXLE & MANUFACTURING, INC.  
SALARIED SAVINGS PLAN**

(Full Title of the Plan)

Patrick S. Lancaster

One Dauch Drive

Detroit, Michigan 48211-1198

(Name and Address of Agent for Service)

(313) 758-2000

(Telephone Number, Including Area Code, of Agent for Service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer ☐

Accelerated filer ☐

Non-accelerated filer ☐

Smaller reporting  
company ☐

(Do not check if a smaller  
reporting company)

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### **EXPLANATORY STATEMENT**

This Post-Effective Amendment No. 1 to Registration on Form S-8, Registration No. 333-70466 (the *Registration Statement* ), is being filed to deregister certain shares (the *Shares* ) of American Axle & Manufacturing Holdings, Inc. (the *Registrant* ) that were registered for issuance pursuant to the American Axle & Manufacturing, Inc. Personal Savings Plan for Hourly-Rate Associates and the American Axle & Manufacturing, Inc. Salaried Savings Plan (collectively, *the 401(k) Plans* ). The Registration Statement registered 2,000,000 Shares issuable pursuant to the 401(k) Plans to employees who elected to purchase Shares under the 401(k) Plans. The Registration Statement is hereby amended to deregister the remaining unissued Shares following the elimination of Company stock as an investment option under the 401(k) Plans.

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# SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Detroit, State of Michigan, on April 29, 2010.

## AMERICAN AXLE & MANUFACTURING HOLDINGS, INC

By: /s/ Michael K. Simonte  
Michael K. Simonte  
*Executive Vice President Finance & Chief  
Financial Officer*

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

Each person whose signature appears below hereby constitutes and appoints Patrick S. Lancaster and Michael K. Simonte his or her true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, to sign this Post-Effective Amendment No. 1 any and all amendments and supplements to this Registration Statement, and to file the same, with all exhibits thereto, and other document in connection therewith, with the Securities and Exchange Commission, and hereby grants to such attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done, as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or any of them, or their or his or her substitute, may lawfully do or cause to be done by virtue hereof.

| Signature                     | Title                                                                                                    | Date           |
|-------------------------------|----------------------------------------------------------------------------------------------------------|----------------|
| /s/ Richard E. Dauch          | Co-Founder, Chairman of the Board<br>Chief Executive Officer & Director<br>(principal executive officer) | April 29, 2010 |
| Richard E. Dauch              |                                                                                                          |                |
| /s/ Michael K. Simonte        | Executive Vice President Finance<br>& Chief Financial Officer<br>(principal accounting officer)          | April 29, 2010 |
| Michael K. Simonte            |                                                                                                          |                |
| /s/ Salvatore J. Bonanno, Sr. | Director                                                                                                 | April 29, 2010 |
| Salvatore J. Bonanno, Sr.     |                                                                                                          |                |

| Signature                 | Title    | Date           |
|---------------------------|----------|----------------|
| /s/ Elizabeth A. Chappell | Director | April 29, 2010 |
| Elizabeth A. Chappell     |          |                |
| /s/ David C. Dauch        | Director | April 29, 2010 |
| David C. Dauch            |          |                |
| /s/ Forest J. Farmer      | Director | April 29, 2010 |
| Forest J. Farmer          |          |                |
| /s/ Richard C. Lappin     | Director | April 29, 2010 |
| Richard C. Lappin         |          |                |
| /s/ William P. Miller II  | Director | April 29, 2010 |
| William P. Miller II      |          |                |
| /s/ Larry K. Switzer      | Director | April 29, 2010 |
| Larry K. Switzer          |          |                |
| /s/ Thomas K. Walker      | Director | April 29, 2010 |
| Thomas K. Walker          |          |                |
| /s/ Dr. Henry T. Yang     | Director | April 29, 2010 |
| Dr. Henry T. Yang         |          |                |

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AMERICAN AXLE & MANUFACTURING,  
INC.

By: /s/ Michael K. Simonte  
Michael K. Simonte  
*Executive Vice President Finance &  
Chief Financial Officer*

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| Signature              | Title                              | Date           |
|------------------------|------------------------------------|----------------|
| /s/ Richard E. Dauch   | Co-Founder, Chairman of the Board  | April 29, 2010 |
| Richard E. Dauch       | Chief Executive Officer & Director |                |
|                        | (principal executive officer)      |                |
| /s/ Michael K. Simonte | Executive Vice President Finance   | April 29, 2010 |
| Michael K. Simonte     | & Chief Financial Officer          |                |
|                        | (principal accounting officer)     |                |
| /s/ Forest J. Farmer   |                                    |                |
| Forest J. Farmer       | Director                           | April 29, 2010 |

| Signature             | Title    | Date           |
|-----------------------|----------|----------------|
| /s/ Richard C. Lappin |          |                |
| Richard C. Lappin     | Director | April 29, 2010 |
| /s/ Thomas K. Walker  |          |                |
| Thomas K. Walker      | Director | April 29, 2010 |