

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

At a regular meeting of the Board of Directors (“Board”) of AK Steel Holding Corporation (the “Company”) held on January 19, 2017, the Board, acting upon the recommendation of the Nominating and Governance Committee, approved and adopted Amended and Restated By-laws of the Company to provide for a proxy access bylaw provision (the “Amendment”).

The new provision, Article I, Section 9A, of the Amended and Restated By-laws, permits an eligible stockholder, or a group of eligible stockholders, owning 3% or more of the Company’s outstanding shares of capital stock continuously for three years to nominate and include in the Company’s annual meeting proxy materials directors constituting up to the greater of two directors or 25% of the Board, provided that the stockholder(s) and the nominee(s) satisfy the requirements specified in Section 9A.

The preceding summary is qualified in its entirety by reference to the Amended and Restated By-laws, a copy of which is attached hereto as Exhibit 3.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d)Exhibit:

3.1 Amended and Restated Bylaws of AK Steel Holding Corporation

SIGNATURES

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.

AK STEEL HOLDING
CORPORATION

By: /s/ Joseph C. Alter
Joseph C. Alter
Corporate Secretary

Dated: January 20, 2017

EXHIBIT INDEX

Exhibit No. Description

3.1	Amended and Restated Bylaws of AK Steel Holding Corporation
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