

AMERICAN AXLE & MANUFACTURING HOLDINGS INC

Form 8-K

February 08, 2005

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

**FORM 8-K**

**CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): February 2, 2005

**AMERICAN AXLE & MANUFACTURING HOLDINGS, INC.**

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(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-14303

36-3161171

(Commission File Number)

(I.R.S. Employer Identification Number)

One Dauch Drive, Detroit, Michigan

48211-1198

(Address of principal executive offices)

(zip code)

(313) 758-2000

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(Registrant's telephone number, including area code)

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2.):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01. Entry into a Material Definitive Agreement

SIGNATURE

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**Section 1 Business and Operations**

**Item 1.01. Entry into a Material Definitive Agreement**

On February 2, 2005, the Board of Directors of American Axle & Manufacturing Holdings, Inc. approved the actions of the Compensation Committee of the Board of Directors with respect to the annual base salaries of the following executive officers after a review of performance and competitive market data: Marion A. Cumo, Vice President Driveline Division, \$260,000 annual base salary and David C. Dauch, Executive Vice President Commercial & Strategic Development, \$250,000 annual base salary. The salaries are retroactively effective as of January 1, 2005.

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**SIGNATURE**

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.

AMERICAN AXLE & MANUFACTURING  
HOLDINGS, INC.

By: /s/ Patrick S. Lancaster  
Name: Patrick S. Lancaster  
Title: Vice President, Chief Administrative  
Officer & Secretary

Date: February 8, 2004