Allison Transmission Holdings Inc Form 3

June 04, 2013

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

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 \*

New PCo Investments Ltd.

(Last)

(First)

(Middle)

(Month/Day/Year)

05/28/2013

Allison Transmission Holdings Inc [ALSN]

C/O ONEX CORPORATION, Â 161 BAY

STREET

(Street)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Statement

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

Director Officer (give title below) (specify below)

\_X\_ 10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

TORONTO. A6Â M5J 2S1

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial

Ownership Form: (Instr. 5)

Direct (D) or Indirect

(I) (Instr. 5)

Common Stock

1. Title of Security

(Instr. 4)

 $1,363,096 \stackrel{(1)}{=} \stackrel{(2)}{=}$ 

 $D^{(3)}$ 

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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

2. Date Exercisable and 3. Title and Amount of **Expiration Date** 

Securities Underlying **Derivative Security** (Instr. 4)

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Derivative Security:

(Instr. 4)

(Month/Day/Year)

Price of Derivative

### Edgar Filing: Allison Transmission Holdings Inc - Form 3

Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of or Indirect
Shares (I)

(Instr. 5)

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

New PCo Investments Ltd. C/O ONEX CORPORATION 161 BAY STREET TORONTO, A6Â M5J 2S1

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## **Signatures**

/s/ Christopher Govan, Authorized Person

05/31/2013

\*\*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) Also includes 1,185 shares of non-voting common stock.
- Does not include 75,348,749 shares of common stock beneficially owned by a group of affiliates of the Onex Corporation that includes

  New PCo Investments Ltd. For additional information about the beneficial ownership of the common stock of Allison Transmission
  Holdings, Inc. by affiliates of the Onex Corporation please see the Form 4 filed by the Onex Corporation with the Securities and
  Exchange Commission on March 22, 2012.
  - Pursuant to an internal reorganization on May 28, 2013, 1597257 Ontario Inc. transferred all of its shares of common stock of Allison Transmission Holdings, Inc. to its wholly owned subsidiary, New PCo Investments Ltd. Subsequent to this internal
- (3) Transmission Holdings, Inc. to its wholly owned subsidiary, New PCo Investments Ltd. Subsequent to this internal reorganization, 1597257 Ontario Inc. remains the beneficial owner of all of the shares of common stock currently held by New PCo Investments Ltd.

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#### **Remarks:**

Exhibit List:

## Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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