

AMERICAN AXLE & MANUFACTURING HOLDINGS INC

Form FWP

November 05, 2013

American Axle & Manufacturing, Inc.

Pricing Term Sheet

Filed Pursuant to Rule 433

Registration No. 333-175508-01

Registration No. 333-175508

Dated: November 5, 2013

American Axle & Manufacturing, Inc.

Pricing Term Sheet

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| Issuer: | American Axle & Manufacturing, Inc. |
| Guaranteed by: | American Axle & Manufacturing Holdings, Inc. and certain subsidiaries |
| Face: | \$200,000,000 |
| Net Proceeds to Issuer Before Expenses: | \$197,250,000 |
| Maturity: | February 15, 2019 |
| Coupon: | 5.125% |
| Price: | 100.000% of face amount |
| Yield to Maturity: | 5.120% |
| Spread to Treasury: | +365 basis points |
| Benchmark: | UST 2.750% due February 15, 2019 |
| Interest Payment Dates: | February 15 and August 15, commencing August 15, 2014 |
| Equity Clawback: | Prior to November 15, 2015, up to 35% at 105.125% |
| Redemption Provisions: | |
| Optional Redemption: | Make-whole call @ T+50 basis points prior to November 15, 2015, plus accrued and unpaid interest to the redemption date, then: |
| | On or after: |
| | November 15, 2015 |
| | November 15, 2016 |
| | November 15, 2017 and thereafter |
| | Put @ 101% of principal plus accrued and unpaid interest |
| Change of Control: | Put @ 101% of principal plus accrued and unpaid interest |
| Trade Date: | November 5, 2013 |
| Settlement: | (T+4); November 12, 2013 |
| CUSIP: | 02406P AN0 |
| ISIN: | US02406PAN06 |

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates and a preliminary prospectus supplement relating to this offering. Before you invest, you should read the prospectus in that registration statement, the preliminary prospectus supplement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling J.P. Morgan Securities LLC toll-free at 1-866-803-9204.

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