**ODMAN MATS** Form 4

November 26, 2012

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

Washington, D.C. 20549

3235-0287 Number:

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

January 31, Expires: 2005 Estimated average

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

burden hours per response... 0.5

may continue. See Instruction 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* **ODMAN MATS** 

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

(Middle)

**AUTOLIV INC [ALV]** 

(Check all applicable)

(Last) (First)

(Street)

(State)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner X\_ Officer (give title Other (specify

C/O AUTOLIV. INC., VASAGATAN 11, 7TH 11/21/2012

VP Investor Relations

**FLOOR** 

(City)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

(Zip)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

below)

STOCKHOLM, V7 SE-111 20

	1401	Tion bettvative Securities required, Disposed 61, 61 Beneficiary 6 whed						
		3.			•	5. Amount of	6. Ownership	
(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)			d of (D)	Securities	Form: Direct	Indirect
	any	Code	(Instr. 3, 4 and 5)		Beneficially	(D) or	Beneficial	
	(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
						Reported		
				(A)		Transaction(s)		
				or		` '		
		Code V	Amount	(D)	Price	(msar. 5 and 1)		
11/21/2012		M	7 500	Δ	\$	22.836	D	
11/21/2012		141	7,500	11	21.36	22,030	Ъ	
		-: (1)					_	
11/21/2012		$S_{\underline{(1)}}$	7,500	D	\$ 58	15,336	D	
	2. Transaction Date (Month/Day/Year)  11/21/2012  11/21/2012	2. Transaction Date (Month/Day/Year)  2A. Deemed Execution Date, if any (Month/Day/Year)  11/21/2012	2. Transaction Date   2A. Deemed   3.   Transaction Date   Execution Date, if any (Month/Day/Year)   Code   (Instr. 8)    11/21/2012   M	2. Transaction Date (Month/Day/Year)  Execution Date, if any (Month/Day/Year)  Code (Instr. 3, (Instr. 8))  Code V Amount  11/21/2012  M 7,500	2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)  (A) or Code V Amount (D)  11/21/2012  M 7,500 A	2. Transaction Date (Month/Day/Year)  2. Transaction Date (Execution Date, if any (Month/Day/Year)  2. Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)  Code V Amount (D) Price  11/21/2012  M 7,500 A \$ 21.36	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 3, 4 and 5) Executities Acquired (Daylor Disposed of (D) Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) (Instr. 3 and 4) (Instr. 3 and 4)	2. Transaction Date (Month/Day/Year)    2A. Deemed   Execution Date, if any (Month/Day/Year)    (Month/Day/Year)    (Month/Day/Year)    (Month/Day/Year)    Execution Date, if any (Month/Day/Year)    (Month/Day/Year)    (Month/Day/Year)    (Month/Day/Year)    (Month/Day/Year)    (Month/Day/Year)    (Month/Day/Year)    (Instr. 3, 4 and 5)    (Instr. 3, 4 and 5)    (Instr. 4)    (Instr. 4)    (Instr. 3 and 4)    (Instr. 4 and 5)    (Instr. 4)    (Instr. 3 and 4)    (Instr. 4 and 5)    (Instr. 4 and 5)    (Instr. 4 and 5)    (Instr. 4 and 5)    (Instr. 4 and 5 and 6

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 21.36	11/21/2012		M	7,500	01/02/2004	01/02/2013	Common Stock	7,500

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
reporting owner runner runners	Director	10% Owner	Officer	Other		
ODMAN MATS C/O AUTOLIV, INC. VASAGATAN 11, 7TH FLOOR STOCKHOLM, V7 SE-111 20			VP Investor Relations			

## **Signatures**

/s/ Mats Odman 11/26/2012

\*\*Signature of Person Date

Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 plan adopted by the reporting person on November 16, 2012.
- (2) The Stock Options were granted under the Company's Stock Incentive Plan of 1997, as amended, at no cost to the reporting person.

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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