

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Milburn Ryan A.</u> (Last) (First) (Middle) <u>ONE ALLISON WAY</u> (Street) <u>INDIANAPOLIS IN 46222</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>08/06/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>Allison Transmission Holdings Inc [ALSN]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP, Product Engineering</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock⁽¹⁾</u>	<u>12,040</u>	<u>D</u>	

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Employee Stock Option (right to buy)</u>	<u>(2)</u>	<u>02/17/2026</u>	<u>Common Stock</u>	<u>4,444</u>	<u>23.59</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>(3)</u>	<u>02/22/2027</u>	<u>Common Stock</u>	<u>3,242</u>	<u>37.11</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>(4)</u>	<u>02/07/2028</u>	<u>Common Stock</u>	<u>4,456</u>	<u>43.3</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>(5)</u>	<u>02/20/2029</u>	<u>Common Stock</u>	<u>4,130</u>	<u>49.6</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>(6)</u>	<u>02/25/2030</u>	<u>Common Stock</u>	<u>5,388</u>	<u>43.24</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>(7)</u>	<u>02/10/2031</u>	<u>Common Stock</u>	<u>6,690</u>	<u>43.13</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>(8)</u>	<u>(8)</u>	<u>Common Stock</u>	<u>1,126</u>	<u>(9)</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>(10)</u>	<u>(10)</u>	<u>Common Stock</u>	<u>1,796</u>	<u>(9)</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>(11)</u>	<u>(11)</u>	<u>Common Stock</u>	<u>2,230</u>	<u>(9)</u>	<u>D</u>	
<u>Dividend Equivalent Rights</u>	<u>(12)</u>	<u>(12)</u>	<u>Common Stock</u>	<u>112</u>	<u>(12)</u>	<u>D</u>	

Explanation of Responses:

1. The reporting person previously filed a Form 3 Initial Statement of Beneficial Ownership on March 14, 2012 as the Vice President and Chief Information Officer of Allison Transmission Holdings, Inc. ("ALSN"). On July 1, 2012, the reporting person moved to a role that did not meet the definition of officer for purposes of Section 16 of the Securities Exchange Act of 1934 ("Section 16") and therefore ceased having Section 16 reporting obligations. On August 6, 2021, the reporting person assumed certain responsibilities of ALSN's retiring Senior Vice President, Product Engineering and Planning which resulted in the reporting person once again meeting the definition of officer for purposes of Section 16 and resumed reporting obligations under Section 16.

2. The option vested on February 17, 2019.

3. The option vested on February 22, 2020.

4. The option vested on February 7, 2021.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Jacalyn C. Bolles and Eric C. Scroggins or either of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Allison Transmission Holdings, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such

attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 11th day of August, 2021.

/s/Ryan Milburn

Signature

Ryan Milburn

Printed Name