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AUTOLIV INC									
Form 4 February 21, 201	Λ								
								OMB A	PPROVAL
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287
Check this box						Expires:	January 31,		
if no longer subject to Section 16. Form 4 or							Estimated burden hou response	timated average rden hours per	
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Section 17(a) of the H	Public U	Jtility Ho	lding Coi		nge Act of 1934, of 1935 or Section 1940		
(Print or Type Respo	onses)								
1. Name and Addres Lofvenholm Joh	2. Issuer Name and Ticker or Trading Symbol AUTOLIV INC [ALV]				5. Relationship of Reporting Person(s) to Issuer				
(Lest)	(Einst)	Middle)					(Che	eck all applicabl	e)
(Last) (First) (Middle) C/O AUTOLIV,			3. Date of Earliest Transaction (Month/Day/Year) 02/19/2014				Director 10% Owner X_ Officer (give title Other (specify		
INC., VASAGA		Ή	02/19/2	2014			below)	below) P Engineering	
STOCKHOLM,	(Street)	20		endment, D onth/Day/Yea	-	al	6. Individual or . Applicable Line) _X_ Form filed by Form filed by		erson
							Person		
	(State)	(Zip)	Tab	ole I - Non-			Acquired, Disposed	of, or Beneficia	lly Owned
	ansaction Date nth/Day/Year)	Execution any	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, -	(A) or of (D)	Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
	. 1	c 1 1	c				· • • .1		
Reminder: Report of	n a separate line	for each cla	ass of sec	unties bene	Perso inforr requi	ons who res nation con red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)
	Tab					sposed of, or convertible	Beneficially Owner securities)	1	

1. Title of
Derivative2.3. Transaction Date3A. Deemed4.5. Number6. Date Exercisable and Expiration7. Title and Amount
Underlying SecurityDerivativeConversion(Month/Day/Year)Execution Date, ifTransaction of DerivativeDate7. Title and Amount
Underlying Security

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Security (Instr. 3)	or Exercise Price of Derivative Security		any Code (Month/Day/Year) (Instr.		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Restricted Stock Unit	<u>(1)</u>	02/19/2014		А	1,322	02/19/2017 <u>(2)</u>	02/19/2017(2)	Common Stock	1,3
Employee Stock Option (right to buy)	\$ 94.87	02/19/2014		A	3,965	02/19/2015 <u>(3)</u>	02/19/2024	Common Stock	3,9

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Lofvenholm Johan C/O AUTOLIV, INC. VASAGATAN 11, 7TH FLOOR STOCKHOLM, V7 SE-111 20			VP Engineering			

Date

Signatures

/S/ JOHAN LOFVENHOLM 02/21/2014

**Signature of 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) Each restricted stock unit represents a contingent right to receive one share of ALV common stock.
- (2) The restricted stock units vest and convert to shares in one installment on the third anniversary of the grant date.
- (3) The options vest in one installment on the first anniversary of the grant date.

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.