

0106



WORLD HEADQUARTERS

August 2, 2002

VIA OVERNIGHT DELIVERY
AND FACSIMILE (202-942-9651)

Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

RE: SEC Order No. 4-460
CEO and CFO Sworn Statements for
American Axle & Manufacturing Holdings, Inc.

Dear Mr. Katz:

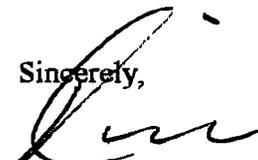
Pursuant to SEC Order No. 4-460 which requires the execution and filing of sworn statements by the Principal Executive Officer and the Principal Financial Officer of American Axle & Manufacturing Holdings, Inc., enclosed are the sworn statements for each of the following:

- Richard E. Dauch, Co-Founder, Chairman of the Board & Chief Executive Officer
(Principal Executive Officer)
- Robin J. Adams, Executive Vice President – Finance & Chief Financial Officer
(Principal Financial Officer)

Kindly acknowledge your receipt by time stamping the enclosed copies of this letter and each sworn statement and returning same to me in the enclosed self addressed, stamped envelope.

Please contact me at (313) 974-2981 should you have any questions concerning this filing.

Sincerely,



Richard G. Raymond
General Counsel

RECEIVED
OFFICE OF THE SECRETARY

AUG 02 2002

cc: Richard E. Dauch
Robin J. Adams

0106

**Statement Under Oath of Principal Executive Officer and Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Robin J. Adams, Executive Vice President & Chief Financial Officer of American Axle & Manufacturing Holdings, Inc., state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of American Axle & Manufacturing Holdings, Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

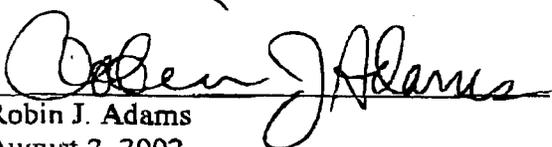
(2) I have reviewed the contents of this statement with the Audit Committee of the Board of Directors of American Axle & Manufacturing Holdings, Inc.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

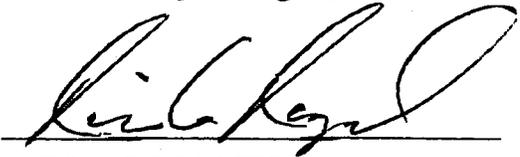
- Annual Report on Form 10-K filed with the Commission on behalf of American Axle & Manufacturing Holdings, Inc. on March 29, 2002 for the twelve month period ending December 31, 2001; and
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of American Axle & Manufacturing Holdings, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

RECEIVED
OFFICE OF THE SECRETARY

AUG 02 2002


Robin J. Adams
August 2, 2002

Subscribed and sworn to before
me this 2nd day of August, 2002.


RICHARD G. RAYMOND
Notary Public, Wayne County, MI
My Commission Expires Jan 1, 2004

