

AUTOLIV INC
Form 4
November 17, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Carlson Jan

(Last) (First) (Middle)

C/O AUTOLIV,
INC., VASAGATAN 11, 7TH
FLOOR

(Street)

STOCKHOLM, V7 SE-111 20

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AUTOLIV INC [ALV]

3. Date of Earliest Transaction
(Month/Day/Year)
11/13/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	11/13/2014		M			20,000	A	\$ 51.67	75,861	D	
Common Stock	11/13/2014		M			15,000	A	\$ 57.4	90,861	D	
Common Stock	11/13/2014		M			5,000	A	\$ 59.01	95,861	D	
Common Stock	11/13/2014		M			15,000	A	\$ 67	110,861	D	
Common Stock	11/13/2014		M			18,895	A	\$ 69.18	129,756	D	

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Common Stock	11/13/2014		M	14,280	A	\$ 72.95	144,036	D
Common Stock	11/13/2014		M	24,000	A	\$ 44.7	168,036	D
Common Stock	11/13/2014		S	88,175	D	\$ 97.0015 <u>(1) (2)</u>	79,861	D
Common Stock	11/14/2014		S	2,000	D	\$ 97 <u>(1)</u>	77,861	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of 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
Employee Stock Option (right to buy)	\$ 51.67	11/13/2014		M	20,000	02/19/2009 02/19/2018	Common Stock	20,000	
Employee Stock Option (right to buy)	\$ 57.4	11/13/2014		M	15,000	06/14/2008 06/14/2017	Common Stock	15,000	
Employee Stock Option (right to buy)	\$ 59.01	11/13/2014		M	5,000	02/14/2008 02/14/2017	Common Stock	5,000	
Employee Stock	\$ 67	11/13/2014		M	15,000	02/22/2013 02/22/2022	Common Stock	15,000	

Option
(right to
buy)

Employee
Stock

Option (right to buy)	\$ 69.18	11/13/2014	M	18,895	02/19/2014	02/19/2023	Common Stock	18,895
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Employee
Stock

Option (right to buy)	\$ 72.95	11/13/2014	M	14,280	02/22/2012	02/22/2021	Common Stock	14,280
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Employee
Stock

Option (right to buy)	\$ 44.7	11/13/2014	M	24,000	02/18/2011	02/18/2020	Common Stock	24,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carlson Jan C/O AUTOLIV, INC. VASAGATAN 11, 7TH FLOOR STOCKHOLM, V7 SE-111 20	X		President & CEO	

Signatures

/s/ JAN
CARLSON 11/17/2014

 Signature of 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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 plan adopted by the reporting person on August 22, 2014.

Reflects the weighted average sale price. The reporting person effected multiple same-way open market sale transactions on the same day at different prices through a trade order executed by a broker dealer. The reporting person reported on a single line all such transactions

- (2) that occurred within a one dollar price range. The reporting person hereby undertakes to provide upon request by the Securities and Exchange Commission staff, the issuer, or a shareholder of the issuer, full information regarding the number of shares sold at each separate price. The range of prices for such transaction is \$97.00 to \$97.04

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.