

Nellis Anthony J  
Form 3  
July 09, 2018

# FORM 3 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,  
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 \*  
Â Nellis Anthony J  
(Last) (First) (Middle)

2. Date of Event  
Requiring Statement  
(Month/Day/Year)  
06/29/2018

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

4. Relationship of Reporting  
Person(s) to Issuer

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

C/O AUTOLIV,  
INC.,Â KLARABERGSVIADUKTEN  
70, SECTION B7

(Street)

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10%  
Owner  
\_X\_ Officer \_\_\_\_ Other  
(give title below)(specify below)  
See Remarks

STOCKHOLM,Â V7Â SE-111 64

(City)

(State)

(Zip)

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting  
Person  
\_\_\_\_ 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)

Common Stock

921 <sup>(1)</sup>

D Â

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

SEC 1473 (7-02)

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### 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

5. Ownership  
Form of  
Derivative  
Security:

6. Nature of  
Indirect Beneficial  
Ownership  
(Instr. 5)

Date Exercisable Expiration Date Title

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				Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Unit	Â <sup>(2)</sup>	Â <sup>(2)</sup>	Common Stock	130 <sup>(1)</sup>	\$ <sup>(3)</sup>	D	Â
Restricted Stock Unit	02/19/2020 <sup>(4)</sup>	02/19/2020 <sup>(4)</sup>	Common Stock	395.1114 <sup>(1)</sup> <sup>(5)</sup>	\$ <sup>(3)</sup>	D	Â
Restricted Stock Unit	02/13/2021 <sup>(4)</sup>	02/13/2021 <sup>(4)</sup>	Common Stock	579.5736 <sup>(1)</sup> <sup>(5)</sup>	\$ <sup>(3)</sup>	D	Â
Restricted Stock Unit <sup>(6)</sup>	02/15/2020 <sup>(4)</sup>	02/15/2020 <sup>(4)</sup>	Common Stock	390 <sup>(1)</sup>	\$ <sup>(3)</sup>	D	Â
Restricted Stock Unit <sup>(6)</sup>	02/19/2020 <sup>(4)</sup>	02/19/2020 <sup>(4)</sup>	Common Stock	395.1114 <sup>(1)</sup> <sup>(5)</sup>	\$ <sup>(3)</sup>	D	Â
Employee Stock Option (right to buy)	02/16/2016	02/16/2025	Common Stock	1,080 <sup>(1)</sup>	\$ 113.36 <sup>(1)</sup>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nellis Anthony J C/O AUTOLIV, INC. KLARABERGSVIADUKTEN 70, SECTION B7 STOCKHOLM,Â V7Â SE-111 64	Â	Â	Â See Remarks	Â

## Signatures

/s/ Zachariah Miller as attorney-in-fact for Anthony J. Nellis 07/09/2018

                    Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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) On June 29, 2018, the issuer completed its spin-off of its wholly-owned subsidiary Veoneer, Inc. (the "Spin-off"). The number of shares held, as well as the number of shares underlying RSUs and stock options and, in the case of stock options, the exercise price, were adjusted in connection with the Spin-off. Because the adjustment calculations were not available as of the date of this filing, this Form 3 reflects the reporting person's holdings on a pre-adjustment basis.

(2) The restricted stock units (RSUs) granted to the reporting person on February 15, 2016 vest and convert to shares in approximately installments on the first, second and third anniversaries of the grant date of the RSUs.

(3) Each RSU represents a contingent right to receive one share of issuer common stock.

(4) The RSUs vest and convert to shares in one installment on the third anniversary of the grant date.

(5) Includes dividend equivalent rights accrued in the form of additional RSUs in respect of the RSUs granted to the reporting person. Per the terms of the award agreement, any cash dividend paid with respect to Autoliv's common stock for which the record date occurs on or after the grant date and the payment date occurs on or before the vesting date will result in a credit of additional RSUs, which are subject to the same vesting schedule as the underlying RSUs.

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(6) Reflects performance shares that converted to RSUs in connection with the Spin-off.

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**Remarks:**

ExecutiveÂ ViceÂ President,Â LegalÂ AffairsÂ andÂ GeneralÂ Counsel

SeeÂ ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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