

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2011-11-07** | Period of Report: **2011-11-01**
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REPORTING OWNER

Lofvenholm Johan

CIK: **1533997**

Type: **3** | Act: **34** | File No.: **001-12933** | Film No.: **111182732**

Mailing Address
C/O AUTOLIV, INC., WORLD
TRADE CENTER
KLARABERGSVIADUKTEN 70
STOCKHOLM V7 SE-107 24

ISSUER

AUTOLIV INC

CIK: **1034670** | IRS No.: **510378542** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **3714** Motor vehicle parts & accessories

Mailing Address
BOX 70381
SE 107 24 STOCKHOLM
SWEDEN V7

Business Address
3350 AIRPORT RD
OGDEN UT 84405
8016299800

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

1. Name and Address of Reporting Person <u>Lofvenholm Johan</u> (Last) (First) (Middle) C/O AUTOLIV, INC., WORLD TRADE CENTER, KLARABERGSVIADUKTEN 70 (Street) STOCKHOLM, V7 SE-107 24 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/01/2011	3. Issuer Name and Ticker or Trading Symbol <u>AUTOLIV INC [ALV]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Group VP Engineering</u>	5. If Amendment, Date 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)
Common Stock	0	D	

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 of Derivative Security: 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			
Employee Stock Option (right to buy) ⁽¹⁾	01/10/2006	01/10/2015	Common Stock	750	\$47.46	D	
Employee Stock Option (right to buy) ⁽¹⁾	01/09/2007	01/09/2016	Common Stock	1,000	\$49.6	D	
Employee Stock Option (right to buy) ⁽¹⁾	02/14/2008	02/14/2017	Common Stock	1,100	\$59.01	D	
Employee Stock Option (right to buy) ⁽¹⁾	02/19/2009	02/19/2018	Common Stock	1,500	\$51.67	D	
Employee Stock Option (right to buy) ⁽¹⁾	02/18/2011	02/18/2020	Common Stock	2,250	\$44.7	D	
Employee Stock Option (right to buy) ⁽¹⁾	02/22/2012	02/22/2021	Common Stock	1,434	\$72.95	D	
Restricted Stock Units ^{(1) (2)}	02/20/2012	02/20/2012	Common Stock	1,000	⁽²⁾	D	
Restricted Stock Units ^{(1) (2)}	02/18/2013	02/18/2013	Common Stock	750	⁽²⁾	D	
Restricted Stock Units ^{(1) (2)}	02/22/2014	02/22/2014	Common Stock	478	⁽²⁾	D	

Explanation of Responses:

1. The Restricted Stock Units and the Employee Stock Options were granted under the Company's Stock Incentive Plan of 1997, as amended, at no cost to the reporting person.
2. The Restricted Stock Units vest in full 3 years from the date of the grant at which point vested shares will be delivered to the reporting person free of charge.

Signatures

/s/ Zachariah B. Miller, attorney-in-fact for Johan Lofvenholm

** Signature of Reporting Person

11/07/2011

Date

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

* 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).

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

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 Number.