

Roussel Franck
Form 3
April 10, 2013

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 Roussel Franck

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/09/2013

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)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
See Remarks

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

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

(Street)

STOCKHOLM,Â V7Â SE-111
20

(City)

(State)

(Zip)

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

Â

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

SEC 1473 (7-02)

**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.**

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)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy) ⁽¹⁾	02/22/2012	02/22/2021	Common Stock	268	\$ 72.95	D	Â
Employee Stock Option (right to buy) ⁽¹⁾	02/22/2013	02/22/2022	Common Stock	960	\$ 67	D	Â
Employee Stock Option (right to buy) ⁽¹⁾	02/19/2014	02/19/2023	Common Stock	1,763	\$ 67.42	D	Â
Restricted Stock Units ⁽¹⁾ ⁽²⁾	02/22/2014	02/22/2014	Common Stock	89	\$ ⁽²⁾	D	Â
Restricted Stock Units ⁽¹⁾ ⁽²⁾	02/22/2015	02/22/2015	Common Stock	320	\$ ⁽²⁾	D	Â
Restricted Stock Units ⁽¹⁾ ⁽²⁾	02/19/2016	02/19/2016	Common Stock	588	\$ ⁽²⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Roussel Franck C/O AUTOLIV, INC. VASAGATAN 11, 7TH FLOOR STOCKHOLM,Â V7Â SE-111 20	Â	Â	Â See Remarks	Â

Signatures

/s/ Franck
Roussel

04/10/2013

⁽¹⁾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) 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.

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Remarks:

PresidentÂ (Interim)Â AutolivÂ Europe

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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