AK STEEL HOLDING CORP Form DEFA14A April 11, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of

the Securities Exchange Act of 1934 (Amendment No.)

	d by the Registrant	þ	
	d by a Party other than the Registrant		
Che	ck the appropriate box:		
	Preliminary Proxy Statement		Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
	Definitive Proxy Statement		Communition, for Use of the Commission Only (as permitted by Rule 144-0(c)(2))
	Definitive Additional Materials		
	Soliciting Material Pursuant to Section 24	40.14a	1-11(c) or Section 240.14a-12
	AK S	STE	EL HOLDING CORPORATION
		(Nan	ne of Registrant as Specified In Its Certificate)
	(Name of	: D	(a) Eiling Dunne Chahamant if allowed and the Danieland
	(Ivame of	Perso	on(s) Filing Proxy Statement, if other than the Registrant)
Pav	ment of Filing Fee (Check the appropriate	box):	
þ	No fee required.		
	Fee computed on table below per Excha	inge A	ct Rules 14a-6(i)(4) and 0-11.
	(1) Title of each class of securities to	which	transaction applies:
	(1) Title of each class of securities to	wnich	transaction applies:

(2)	Aggregate number of securities to which transaction applies:		
(3)	Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):		
(4)	Proposed maximum aggregate value of transaction:		
(5)	Total fee paid:		
Fee j	paid previously with preliminary materials.		
Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.			
(1)	Amount Previously Paid:		
(2)	Form, Schedule or Registration Statement No.:		

(3)	Filing Party:
(4)	Date Filed:

*** Exercise Your Right to Vote ***

Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to Be Held on May 26, 2016

AK STEEL HOLDING CORPORATION

AK STEEL HOLDING CORPORATION

ATTN: AMY DORNACHER

9227 CENRE POINTE DRIVE

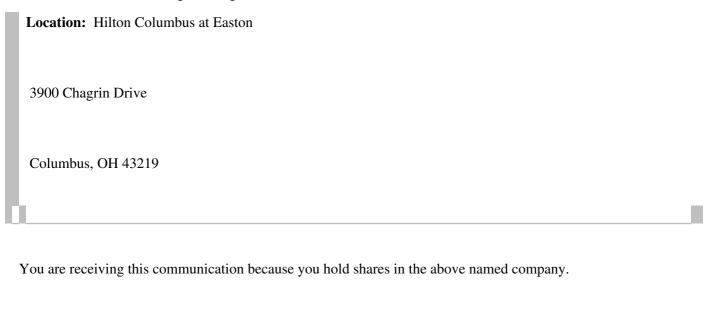
WEST CHESTER, OH 45069

Meeting Information

Meeting Type: Annual Meeting

For holders as of: March 28, 2016

Date: May 26, 2016 **Time:** 1:30 PM EDT



This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at *www.proxyvote.com* or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote

How to Access the Proxy Materials

	Proxy Materials Available to VIEW or RECEIVE:
	1. Annual Report 2. Notice & Proxy Statement
	How to View Online:
L	Have the information that is printed in the box marked by the arrow (located on the following page)
	and visit: www.proxyvote.com.
	How to Request and Receive a PAPER or E-MAIL Copy:
	If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO
	charge for requesting a copy. Please choose one of the following methods to make your request:
	1) BY www.proxyvote.com
	INTERNET:
	1-800-579-1639
	2) BY TELEPHONE:
	3) BY E-MAIL*: sendmaterial@proxyvote.com
	* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the
	box marked by the arrow (located on the following page) in the subject line.
	Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your
	investment advisor. Please make the request as instructed above on or before May 12, 2016 to facilitate
	timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: Many stockholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: To vote now by Internet, go to *www.proxyvote.com*. Have the information that is printed in the box marked by the arrow available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting items The Board of Directors recommends a

vote FOR the listed nominees.

- 1. Election of Directors Nominees
- 1A Dennis C. Cuneo
- 1B Sheri H. Edison
- 1C Mark G. Essig
- 1D William K. Gerber
- 1E Robert H. Jenkins
- 1F Gregory B. Kenny
- 1G Ralph S. Michael, III
- 1H Roger K. Newport
- 1I Dr. James A. Thomson
- 1J Vicente Wright

The Board of Directors recommends you vote FOR proposals 2, 3 and 4.

- **3.** The resolution to approve the compensation of the Named Executive Officers.
- **4.** The approval of the Amendment and Restatement of the Stock Incentive Plan, including the Re-Approval of the Material Terms of the Performance Goals.

NOTE: The Company will also conduct such business as may properly come before the meeting or any adjournment thereof.

2. The ratification of the Audit Committee s appointment of Ernst & Young LLP as the independent registered public accounting firm for 2016.