

Rode Steven
Form 3
April 05, 2012

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Rode Steven | | (Month/Day/Year) | AUTOLIV INC [ALV] | |
| (Last) | (First) | (Middle) | 03/29/2012 | |
| C/O AUTOLIV, INC., Â VASAGATAN 11, 7TH FLOOR | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| STOCKHOLM, Â V7 Â SE-111 20 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| | | | President Autoliv Electronics | |
| | | | 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 | 1,829 | 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 | 1,785 | \$ 72.95 | D | Â |
| Employee Stock Option (right to buy) ⁽¹⁾ | 02/22/2013 | 02/22/2022 | Common Stock | 1,900 | \$ 67 | D | Â |
| Restricted Stock Units ⁽¹⁾ ₍₂₎ | 02/18/2013 | 02/18/2013 | Common Stock | 1,000 | \$ ⁽²⁾ | D | Â |
| Restricted Stock Units ⁽¹⁾ ₍₂₎ | 02/22/2014 | 02/22/2014 | Common Stock | 595 | \$ ⁽²⁾ | D | Â |
| Restricted Stock Units ⁽¹⁾ ₍₂₎ | 02/22/2015 | 02/22/2015 | Common Stock | 633 | \$ ⁽²⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Rode Steven C/O AUTOLIV, INC. VASAGATAN 11, 7TH FLOOR STOCKHOLM, V7 SE-111 20 | Â | Â | Â President Autoliv Electronics | Â |

Signatures

/s/ Steven Rode 04/05/2012

⁽¹⁾Signature of Date
Reporting Person

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.

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.