Edgar Filing: ARVINMERITOR INC - Form 4

ARVINMERI	TOR INC									
Form 4	2000									
December 02,	Л								OMB AP	PROVAL
				RITIES AND EXCHANGE COMMISSIC shington, D.C. 20549				OMMISSION	OMB Number:	3235-0287
Check this if no longer subject to Section 16. Form 4 or Form 5 obligations may continu	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Secti					Act of 1934,	January 31 2005 Estimated average burden hours per response 0.5			
<i>See</i> Instruction 30(h) of the Investment Company Act of 1940 1(b).										
(Print or Type Res	sponses)									
Craig Jeffrey A Symbol ARVIN							5. Relationship of Reporting Person(s) to Issuer			
				INMERITOR INC [ARM]				(Check all applicable)		
			of Earliest Transaction h/Day/Year) /2009				Director 10% Owner X_Officer (give title Other (specify below) below) below) Sr.VP, CFO			
			nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
TROY, MI 48	3084-7186							Form filed by Mo Person	ore than One Rej	porting
(City)	(State)	(Zip)	Tabl	le I - Non-D	erivative	Secu	rities Acqu	iired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deeme Execution I any (Month/Day/Year)		Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) ay/Year) (Instr. 8)			d of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A) or (D)	Price \$	Transaction(s) (Instr. 3 and 4)		
Common 1 Stock	2/02/2009			S <u>(1)</u>	2,016	D	Φ 8.3544 (2)	200,034 <u>(3)</u>	D	

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	Date	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Craig Jeffrey A ARVINMERITOR, INC. 2135 WEST MAPLE ROAD TROY, MI 48084-7186			Sr.VP, CFO					
Signatures								
Jeffrey A. Craig, by Barbara No attorney-in-fact	12/02/2009							
<u>**</u> Signature of Reporting Pe	erson		Date					

Explanation of Responses:

- 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).
- In connection with the vesting and delivery of shares of restricted stock, and pursuant to the terms of the restricted stock agreement and a (1)Rule 10b5-1 plan, shares were sold and the net proceeds used to pay required withholding taxes.
- Reflects the weighted average sales price. The actual range of prices for such transactions was \$8.31 o \$8.35. The filer undertakes upon (2) request to provide full information regarding the number of shares sold at each price.

Reflects the vesting of 6,434 shares of restricted stock on December 1, 2009, with 2,016 of such shares sold to pay required withholding taxes and the remaining 4,418 shares held as freely transferable and not as restricted stock. Total also includes 56,991 shares of restricted

(3) stock that are held by the issuer to implement restrictions on transfer unless and until certain conditions are met and 129,000 restricted stock units, each of which represents the right to receive one share of common stock upon the vesting date, subject to terms and conditions.

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.