#### ARVINMERITOR INC

Form 4

December 02, 2009

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3

Check this box
if no longer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Number: 3235-0287 Expires: January 31, 2005

**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Estimated average burden hours per response... 0.5

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Lehmann Mary A Issuer Symbol ARVINMERITOR INC [ARM] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title Other (specify ARVINMERITOR, INC., 2135 12/02/2009 below) below) WEST MAPLE ROAD Sr. VP, Strategic Initiatives (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting TROY, MI 48084-7186 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial Ownership Direct (D) (Month/Day/Year) (Instr. 8) Owned Following or Indirect (Instr. 4) Reported (I) (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price \$ Common 2,013 S D 12/02/2009 8.3579 D  $142,760 \frac{(3)}{}$ (1) Stock (2)

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

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SEC 1474

(9-02)

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1.349

ArvinMeritor

Savings Plan

(4)

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## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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. Transac Code (Instr. 8	5. tionNumber of ) Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	s I	Date	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price Deriva Securit (Instr. :
				Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Share Equivalents	\$ 0					<u>(6)</u>	<u>(6)</u>	Common Stock	170	

## **Reporting Owners**

Reporting Owner Name / Address	Keiauonsnips						
	Director	10% Owner	Officer	Other			

Lehmann Mary A ARVINMERITOR, INC. 2135 WEST MAPLE ROAD TROY, MI 48084-7186

Sr. VP, Strategic Initiatives

## **Signatures**

Mary A. Lehmann, By Barbara Novak, Attorney-in-fact

12/02/2009

\*\*Signature of Reporting Person

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).
- (1) In connection with the vesting and delivery of restricted stock, and pursuant to the terms of the restricted stock agreement and a Rule 10b5-1 plan, shares were sold and the net proceeds used to pay required withholding taxes.
- (2) Reflects the weighted average sales price. The actual range of prices for such transactions was \$8.30 to \$8.48. The filer undertakes upon 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 2,013 of such shares sold to pay required withholding taxes and the remaining 4,421 shares held as freely transferable and not as restricted stock. Total also includes 54,017 shares of restricted
- (3) stock that are held by the issuer to implement restrictions on transfer unless and until certain conditions are met and 77,000 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.

Reporting Owners 2

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- (4) Shares purchased periodically and held in ArvinMeritor common stock funds in an employee benefit trust established under the ArvinMeritor, Inc. Savings Plan, based on information furnished by the Plan Administrator as of October 31, 2009.
- (5) Share equivalents related to ArvinMeritor common stock, held under ArvinMeritor's supplemental savings plan, based on information furnished by the Plan Administrator as of October 31, 2009.
- (6) Not applicable.

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.