ARVINMERITOR INC

Form 4

November 06, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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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

1(b).

(Print or Type Responses)

1 Name and Address of Departing De

See Instruction

1. Name and Address of Reporting Person * SACHDEV RAKESH			2. Issuer Name and Ticker or Trading Symbol ARVINMERITOR INC [ARM]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) ARVINMERITOR, INC., 2135 WEST MAPLE ROAD			3. Date of Earliest Transaction (Month/Day/Year) 11/06/2008						(Check all applicable) Director 10% OwnerX Officer (give title Other (specify below) Senior VP, Corporate Strategy				
TROY, MI	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Tab	le I - N	on-I	Derivative	Secu	rities A	acquired, Dispos	ed of, or Bene	ficially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) Execution any (Month/E			Code (Instr.	4. SecurionAcquired Disposed (Instr. 3,	(A) of (D))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	ies Ownership Indirect cially Form: Beneficial Direct (D) Ownership ing or Indirect (Instr. 4) ed (I) ction(s) (Instr. 4)				
Common Stock	11/06/2008			A(1)		9,120	A	<u>(2)</u>	25,823	D			
Common Stock									2,002	I	ArvinMeritor Savings Plan		
Common Stock									103,588	I	Restricted Stock (4)		
Reminder: Re	port on a separate lir	ne for each c	class of sec	urities b	enet	icially ow	ned d	irectly (or indirectly.				
								spond to the co	SEC 1474 (9-02)				

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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)

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. 5. TransactionNumber Code of (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Deriva Securit (Instr. :
				Code V	4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Share Equivalents	\$ 0					(2)	(2)	Common Stock	2,840	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SACHDEV RAKESH ARVINMERITOR, INC. 2135 WEST MAPLE ROAD TROY, MI 48084-7186

Senior VP, Corporate Strategy

Signatures

Rakesh Sachdev, By Barbara Novak,

Attorney-in-fact 11/06/2008

**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) Award of common stock in settlement of performance shares.
- (2) Inapplicable
- (3) 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, 2008.
- (4) Includes 52,000 restricted stock units, each of which represents the right to receive one share of common stock upon the vesting date, which is the third anniversary of the grant date, subject to the terms and conditions of the restricted stock unit agreement. The remaining

Reporting Owners 2

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51,588 shares are held by the issuer to implement restrictions on transfer unless and until certain conditions are met.

(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, 2008.

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.