#### BAKER VERNON G II

Form 4

November 10, 2010

Check this box

if no longer

subject to

Section 16.

F	<b>DF</b>	R	И	4
	_			

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

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number:

January 31, Expires: 2005

0.5

Estimated average burden hours per response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Form 4 or Form 5 obligations may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* BAKER VERNON G II

2. Issuer Name and Ticker or Trading Symbol

ARVINMERITOR INC [ARM]

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

(First) (Last)

(Middle)

3. Date of Earliest Transaction

Director 10% Owner Other (specify X\_ Officer (give title

ARVINMERITOR, INC., 2135

11/09/2010

(Month/Day/Year)

below) Senior VP and General Counsel

WEST MAPLE ROAD

(Street)

(State)

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

TROY, MI 48084-7186

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

(Zip)

3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 7. Nature of Securities Ownership Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported

(A) Code V Amount

Transaction(s) (Instr. 4) (Instr. 3 and 4)

ArvinMeritor  $6,515 \frac{(1)}{}$ I Savings Plan

D

Common Stock

Common

Stock

11/09/2010

33,000 14.8125 249,064 (4) M (3)

Price

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Edgar Filing: BAKER VERNON G II - Form 4

# 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. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Common Stock Share Equivalents	\$ 0					<u>(6)</u>	<u>(6)</u>	Common Stock	18,79
Employee stock option (right to buy)	\$ 14.8125	11/09/2010		M	33,000	11/10/2003	11/10/2010	Common stock	33,00

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BAKER VERNON G II ARVINMERITOR, INC. 2135 WEST MAPLE ROAD TROY, MI 48084-7186

Senior VP and General Counsel

### Signatures

Vernon G. Baker, II By: Barbara Novak, Attorney-in-fact

11/10/2010

\*\*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) 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, 2010.
- (2) Acquisition of shares upon exercise of employee stock option (right to buy) that would otherwise expire on Novmeber 10, 2010.
- (3) Paid cash for such shares
- Total includes 32,410 shares of restricted stock that are held by the issuer to implement restrictions on transfer unless and until certain
- (4) conditions are met and 112,400 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

### Edgar Filing: BAKER VERNON G II - Form 4

- (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, 2010.
- (6) Inapplicable

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.