

MCCLURE CHARLES G

Form 4

December 12, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCCLURE CHARLES G

(Last) (First) (Middle)

ARVINMERITOR, INC., 2135
WEST MAPLE ROAD

(Street)

TROY, MI 48084-7186

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
ARVINMERITOR INC [ARM]

3. Date of Earliest Transaction
(Month/Day/Year)
12/11/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman, CEO and President

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/11/2007	12/12/2007	J ⁽¹⁾	498	A \$ 11.23 56,412	I	Restricted Stock ⁽²⁾
Common Stock					577	I	ArvinMeritor Savings Plan ⁽³⁾
Common Stock	12/11/2007		S ⁽⁴⁾	21,397	D \$ 11.5001 134,963	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**

SEC 1474
(9-02)

**required to respond unless the form
displays a currently valid OMB control
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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				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
MCCLURE CHARLES G ARVINMERITOR, INC. 2135 WEST MAPLE ROAD TROY, MI 48084-7186	X		Chairman, CEO and President	

Signatures

Charles G. McClure, Jr., by Bonnie Wilkinson,
Attorney-in-fact

12/12/2007

____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) Acquisition of additional shares of restricted stock through automatic reinvestment of quarterly dividend, based on information provided by restricted stock plan administrator.
- (2) Held by the issuer to implement restrictions on transfer unless and until certain conditions are met.
- (3) Shares purchased periodically and held in ArvinMeritor common stock funds in an employee benefit trust established under the ArvinMeritor Savings Plan, based on information furnished by the Plan Administrator as of November 30, 2007.
- (4) In connection with the delivery of common stock in settlement of performance shares, and pursuant to the terms of the performance share agreement, shares were sold and the net proceeds were used to pay required withholding taxes.
- (5) Represents the average sale price. The shares were sold at the following prices: 2,300 at \$11.23 per share; 1,000 at \$11.42 per share; 400 at \$11.43 per share; 297 at \$11.44 per share; 1,600 at \$11.45 per share; 100 at \$11.455 per share; 400 at \$11.4575 per share; 2,500 at \$11.46 per share; 300 at \$11.465 per share; 800 at \$11.47 per share; 300 at \$11.4725 per share; 100 at \$11.475 per share; 800 at \$11.48

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per share; 300 at \$11.50 per share; 200 at \$11.505 per share; 200 at \$11.5075 per share; 800 at \$11.51; 100 at \$11.5175 per share; 98 at \$11.52 per share; 2 at \$11.53 per share; 100 at \$11.5325 per share; 100 at \$11.54 per share; 100 at \$11.5475 per share; 200 at \$11.55 per share; 300 at \$11.56; 200 at \$11.5675; 700 at \$11.5775; 1,400 at \$11.59; 100 at \$11.5925; 400 at \$11.595; 1,000 at \$11.60; 100 at \$11.61; 600 at \$11.615; 1,500 at \$11.62; 200 at \$11.625; 700 at \$11.63; 200 at \$11.64; 200 at \$11.68; 100 at \$11.70; 400 at \$11.75; 100 at \$11.76; and 100 at \$11.80 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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