

MCCLURE CHARLES G

Form 4

August 10, 2006

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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)
08/10/2006

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/10/2005		S ⁽¹⁾	8,198 D ⁽²⁾	89,058 ⁽³⁾	I	Restricted Stock ⁽⁴⁾
Common Stock					561	I	ArvinMeritor Savings Plan ⁽⁵⁾
Common Stock					44,159 ⁽³⁾	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**

SEC 1474
(9-02)

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. 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. 10)
				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

08/10/2006

__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, shares were sold and the net proceeds were used to pay required withholding taxes.

(2) The shares were sold at the following prices: 400 at \$14.88 per share; 200 at \$14.92 per share; 200 at \$15.05 per share; 200 at \$15.07 per share; 500 at \$15.08 per share; 200 at \$15.09 per share; 200 at \$15.10 per share; 400 at \$15.12 per share; 300 at \$15.14 per share; 400 at \$15.17 per share; 300 at \$15.19 per share; 300 at \$15.20 per share; 100 at \$15.22 per share; 200 at \$15.23 per share; 400 at \$15.24 per share; 100 at \$15.25 per share; 300 at \$15.26 per share; 200 at \$15.27 per share; 600 at \$15.28 per share; 400 at \$15.29 per share; 300 at \$15.31 per share; 98 at \$15.32 per share; 300 at \$15.33 per share; 200 at \$15.35 per share; 200 at \$15.41 per share; 100 at \$15.43 per share; 100 at \$15.44 per share; 200 at \$15.45 per share; 300 at \$15.47 per share; 200 at \$15.49 per share; and 300 at \$15.51 per share.

(3) Number of shares held after the reported transaction reflects a change in the form of beneficial ownership of 17,995 shares, from indirect to direct, due to vesting of restricted stock.

(4) Held by the issuer to implement restrictions on transfer unless and until certain conditions are met.

Edgar Filing: MCCLURE CHARLES G - Form 4

- (5) 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 July 31, 2006.

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.