

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-28** | Period of Report: **2013-01-24**  
SEC Accession No. [0001421102-13-000006](#)

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### REPORTING OWNER

#### **DEVONSHIRE DAVID W**

CIK: **1208316**

Type: **4** | Act: **34** | File No.: **001-15983** | Film No.: **13550124**

Mailing Address  
*1303 E ALGONQUIN RD  
SCHAUMBURG IL 60196*

### ISSUER

#### **MERITOR INC**

CIK: **1113256** | IRS No.: **383354643** | State of Incorporation: **IN** | Fiscal Year End: **0930**  
SIC: **3714** Motor vehicle parts & accessories

Mailing Address  
*2135 W MAPLE ROAD  
TROY MI 48084*

Business Address  
*2135 W MAPLE ROAD  
TROY MI 48084  
2484351000*

# FORM 4

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	02/28/2011
Estimated average burden hours per response	0.5

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person <b>DEVONSHIRE DAVID W</b>  (Last) (First) (Middle)  MERITOR, INC., 2135 WEST MAPLE ROAD  (Street)  TROY, MI 48084-7186  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>MERITOR INC [MTOR]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 01/24/2013	
	4. If Amendment, Date Original Filed(Month/Day/Year)	

**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)
			Code	V	Amount	(A) or (D)			
Common Stock	01/24/2013		A		20,120 <sup>(1)</sup>	A \$ 0	68,571 <sup>(4)</sup>	D	
Common Stock	01/26/2013		M		4,500 <sup>(2)</sup>	A \$ 0 <sup>(3)</sup>	73,071 <sup>(4)</sup>	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted Share Units	\$ 0 <sup>(6)</sup>	01/26/2013		M		4,500 <sup>(5)</sup>		<sup>(6)</sup>	<sup>(6)</sup>	Common Stock	4,500	<sup>(3)</sup>	0	D

**Explanation of Responses:**

- Acquisition of restricted share units as equity compensation.
- Vesting of restricted share units
- inapplicable

4. Includes 15,082 shares of Restricted Stock held by the issuer to implement restrictions on transfer unless and until certain conditions are met and 23,988 restricted share units, each of which represents the right to receive one share of common stock upon the vesting date, subject to terms and conditions. Also reflects vesting on January 28, 2013 of 7,960 shares of restricted stock.
5. Restricted share units vest and are paid or settled after the earliest of (1) six years from the date of award, (2) ten days after retirement from the Board after reaching age 72 and having at least 3 years of service as a director, and (3) the date of ceasing to be a director by reason of the antitrust laws, compliance with conflict of interest policies, death, disability or other circumstances that the Board deems not to be adverse to the best interests of Meritor.
6. Restricted share units converted on a one-to-one basis into common stock on the vesting date.

### Signatures

David W. Devonshire, By Barbara Novak, Attorney-in-fact

\*\* Signature of Reporting Person

01/28/2013

Date

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

\* 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).

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**