

Craig Jeffrey A  
Form 4/A  
November 16, 2017

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Craig Jeffrey A

(Last) (First) (Middle)

C/O MERITOR, INC., 2135 WEST  
MAPLE ROAD

(Street)

TROY, MI 48084-7186

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

MERITOR INC [MTOR]

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

11/01/2017

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

11/03/2017

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

CEO &amp; 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 420,866                                                                                                            | 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  
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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

# Edgar Filing: Craig Jeffrey A - Form 4/A

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    | 8               |                                  |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|-----------------|----------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares |
| Restricted<br>Share<br>Units                        | \$ 0                                                                  | 11/01/2017                              |                                                             | A <sup>(1)</sup>                        |                                                                                                              | 59,882                                                         |     | <u>(2)</u>                                                          | <u>(2)</u>         | Common<br>Stock | 59,882                           |
| Restricted<br>Share<br>Units                        | \$ 0                                                                  | 11/01/2017                              |                                                             | A <sup>(3)</sup>                        |                                                                                                              | 55,189                                                         |     | <u>(4)</u>                                                          | <u>(4)</u>         | Common<br>Stock | 55,189                           |
| Restricted<br>Share<br>Units                        | \$ 0                                                                  |                                         |                                                             |                                         |                                                                                                              |                                                                |     | <u>(5)</u>                                                          | <u>(5)</u>         | Common<br>Stock | 112,764                          |
| Restricted<br>Share<br>Units                        | \$ 0                                                                  |                                         |                                                             |                                         |                                                                                                              |                                                                |     | <u>(6)</u>                                                          | <u>(6)</u>         | Common<br>Stock | 93,268                           |
| Restricted<br>Share<br>Units                        | \$ 0                                                                  |                                         |                                                             |                                         |                                                                                                              |                                                                |     | <u>(7)</u>                                                          | <u>(7)</u>         | Common<br>Stock | 133,206                          |
| Restricted<br>Share<br>Units                        | \$ 0                                                                  |                                         |                                                             |                                         |                                                                                                              |                                                                |     | <u>(8)</u>                                                          | <u>(8)</u>         | Common<br>Stock | 36,222                           |
| Restricted<br>Share<br>Units                        | \$ 0                                                                  |                                         |                                                             |                                         |                                                                                                              |                                                                |     | <u>(9)</u>                                                          | <u>(9)</u>         | Common<br>Stock | 39,301                           |

## Reporting Owners

| Reporting Owner Name / Address                                                      | Relationships |           |                 |       |
|-------------------------------------------------------------------------------------|---------------|-----------|-----------------|-------|
|                                                                                     | Director      | 10% Owner | Officer         | Other |
| Craig Jeffrey A<br>C/O MERITOR, INC.<br>2135 WEST MAPLE ROAD<br>TROY, MI 48084-7186 | X             |           | CEO & President |       |

## Signatures

/s/ Jeffrey A. Craig, By: April Miller Boise,  
Attorney-in-fact

11/16/2017

\_\_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) This amendment is being filed to correct the previously reported grant amount of Restricted Share Unites ("RSUs") from 68,135 RSUs to 59,882 RSUs.
- (2) Acquisition of RSUs as equity compensation following satisfaction of the performance criteria applicable thereto. Each RSU represents the right to receive one share of common stock of Meritor, Inc. (the "Company") or its cash equivalent upon the vesting date, which occurs at the earlier of December 1, 2017 or upon termination of employment with the Company under certain circumstances.
- (3) This amendment is being filed to correct the previously reported grant amount of RSUs from 62,796 RSUs to 55,189 RSUs.
- (4) Acquisition of RSUs as equity compensation following satisfaction of the performance criteria applicable thereto. Each RSU represents the right to receive one share of common stock of the Company or its cash equivalent upon the vesting date, which occurs at the earlier of August 1, 2018 or upon termination of employment with the Company under certain circumstances.
- (5) The date of grant of the RSUs was December 1, 2016. Each RSU represents the right to receive one share of common stock of the Company or its cash equivalent upon the vesting date, which occurs at the earlier of three years from the date of grant or upon termination of employment with the Company under certain circumstances.
- (6) The date of the acquisition of the RSUs was November 2, 2016 following satisfaction of the performance criteria applicable thereto. Each RSU represents the right to receive one share of common stock of the Company or its cash equivalent and they will vest in equal one-half installments on December 1, 2017 and 2018 or may vest earlier upon termination of employment with the Company under certain circumstances.
- (7) The date of grant of the RSUs was December 1, 2015. Each RSU represents the right to receive one share of common stock of the Company or its cash equivalent upon the vesting date, subject to the terms and conditions described in footnote 5 above.
- (8) The date of grant of the RSUs was August 1, 2015. Each RSU represents the right to receive one share of common stock of the Company or its cash equivalent upon the vesting date, subject to the terms and conditions described in footnote 5 above.
- (9) The date of grant of the RSUs was December 1, 2014. Each RSU represents the right to receive one share of common stock of the Company or its cash equivalent upon the vesting date, subject to the terms and conditions described in footnote 5 above.

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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