

Nowlan Kevin
 Form 4
 November 05, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Nowlan Kevin

2. Issuer Name and Ticker or Trading Symbol
 MERITOR INC [MTOR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

3. Date of Earliest Transaction (Month/Day/Year)
 11/01/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

SVP & Pres., T&C and CFO

(Street)

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

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

TROY, MI 48084-7186

(City) (State) (Zip)

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 (Instr. 4)
Common Stock				(A) or (D)	43,450	D	

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

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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)

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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. Pr Deri Secu (Inst	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Share Units	\$ 0	11/01/2018		A	9,705	(1)	(1)	Common Stock	9,705
Restricted Share Units	\$ 0					(2)	(2)	Common Stock	87,345
Restricted Share Units	\$ 0					(3)	(3)	Common Stock	2,626
Restricted Share Units	\$ 0					(4)	(4)	Common Stock	15,570
Restricted Share Units	\$ 0					(5)	(5)	Common Stock	30,227
Restricted Share Units	\$ 0					(6)	(6)	Common Stock	32,350

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nowlan Kevin C/O MERITOR, INC. 2135 WEST MAPLE ROAD TROY, MI 48084-7186			SVP & Pres., T&C and CFO	

Signatures

/s/ Kevin Nowlan, By: April Miller Boise,
Attorney-in-fact

11/05/2018

__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 Restricted Share Units ("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, 2018 or upon termination of employment with the Company under certain circumstances.

The date of the acquisition of the RSUs was September 26, 2018 following satisfaction of the performance criteria applicable thereto.
(2) 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 December 1, 2018 or upon termination of employment with the Company under certain circumstances.

The date of grant of the RSUs was April 1, 2018. Each RSU represents the right to receive one share of common stock of the Company or
(3) 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.

The date of grant of the RSUs was December 1, 2017. Each RSU represents the right to receive one share of common stock of the
(4) 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.

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
(5) 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.

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
(6) 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.

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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