MERITOR INC Form SC 13D/A November 20, 2014

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934 (Amendment No. 3)*

Meritor, Inc. (Name of Issuer)

Common Stock, \$1.00 par value (Title of Class of Securities)

59001K100 (CUSIP Number)

Marc Weingarten and David Rosewater

Schulte Roth & Zabel LLP

919 Third Avenue

New York, New York 10022 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

November 18, 2014 (Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. []

(Page 1 of 22 Pages)

^{*} The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	NAME C	OF REPORTING IS
	Castlerig Investme CHECK	nts Ltd. THE
2	BOX IF	R OF(b) "
3	SEC USI	E ONLY
4	SOURCE	E OF FUNDS
	WC CHECK IF DISCLO OF LEGA PROCEE	SURE AL
5	IS REQUIR PURSUA TO ITEM 2(d) or 20	ED ANT 1
6	PLACE (OF IZATION
	British V	irgin Islands SOLE
	7	VOTING POWER
	8	0 SHARED VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	U	2,392,011 shares of Common Stock SOLE
REPORTING PERSON WITH	9	DISPOSITIVE POWER

SHARED DISPOSITIVE **POWER** 10 2,392,011 shares of Common Stock **AGGREGATE AMOUNT BENEFICIALLY** OWNED BY EACH 11 **PERSON** 2,392,011 shares of Common Stock CHECK IF THE **AGGREGATE** AMOUNT IN **12** ROW (11) **EXCLUDES CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13 (see Item 5)

> 2.4% TYPE

TYPE OF REPORTING

14 PERSON

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1	PERSON Castlerig Limited	g International
2	BOX IF	PRIAT(E)" A R OF(b)" IP
3	SEC OSI	LONLI
4	SOURCE	E OF FUNDS
5	AF CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION	
	British V	irgin Islands SOLE VOTING
	7	POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY	8	0 SHARED VOTING POWER 2,392,011 shares of Common Stock SOLE
EACH REPORTING PERSON WITH	9	DISPOSITIVE POWER

0

SHARED DISPOSITIVE **POWER** 10 2,392,011 shares of Common Stock **AGGREGATE AMOUNT BENEFICIALLY** OWNED BY EACH 11 **PERSON** 2,392,011 shares of Common Stock CHECK IF THE **AGGREGATE** AMOUNT IN **12** ROW (11) **EXCLUDES CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13

(see Item 5)

TYPE OF REPORTING

14 PERSON

CUSIP No. 59001K100 SCHEDULE 13D/A Page 4 of 22 Pages

1	NAME C PERSON	OF REPORTING IS	
•	Castlerigg International Holdings Limited CHECK THE		
2	BOX IF		
3	MEMBER OF(b) " A GROUP SEC USE ONLY		
3			
4	SOURCE	E OF FUNDS	
•	AF CHECK	BOX	
	IF DISCLO	SURE	
	OF LEGA PROCEE		
5	IS	DING	
	REQUIR PURSUA		
	TO ITEM		
	2(d) or 2((e) ISHIP OR	
	PLACE (OF	
6	ORGAN	IZATION	
	British V	irgin Islands	
		SOLE VOTING	
	7	POWER	
		0	
		SHARED	
		VOTING POWER	
NUMBER OF	8	1 O WER	
SHARES		2,392,011 shares of	
BENEFICIALLY		Common Stock	
OWNED BY EACH		SOLE	
REPORTING PERSON WITH	9	DISPOSITIVE POWER	

SHARED DISPOSITIVE **POWER** 10 2,392,011 shares of Common Stock **AGGREGATE AMOUNT BENEFICIALLY** OWNED BY EACH 11 **PERSON** 2,392,011 shares of Common Stock CHECK IF THE **AGGREGATE** AMOUNT IN **12** ROW (11) **EXCLUDES CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13 (see Item 5)

2.4%

CO

14

PERSON

TYPE OF REPORTING

CUSIP No. 59001K100 SCHEDULE 13D/A Page 5 of 22 Pages

1	NAME C PERSON	OF REPORTING IS	
1	Castlerigg Offshore Holdings, Ltd. CHECK THE		
2	APPROP BOX IF	PRIAT(E)" A	
	MEMBER OF(b) " A GROUP		
3	SEC USE	EONLY	
4	SOURCE	E OF FUNDS	
	AF CHECK BOX IF		
	DISCLO		
E	OF LEGA PROCEE		
5	IS	ED	
	REQUIR PURSUA		
	TO ITEM		
	2(d) or 2(e) CITIZENSHIP OR		
	PLACE OF		
6	ORGAN	IZATION	
	Cayman		
		SOLE VOTING	
	7	POWER	
		0	
		SHARED	
		VOTING POWER	
NUMBER OF	8	2 202 011	
SHARES		2,392,011 shares of	
BENEFICIALLY OWNED BY		Common Stock	
EACH		SOLE	
REPORTING PERSON WITH	9	DISPOSITIVE POWER	

SHARED DISPOSITIVE POWER 10 2,392,011 shares of Common Stock

AGGREGATE

AMOUNT

BENEFICIALLY OWNED BY EACH

PERSON

11

12

2,392,011 shares of Common Stock CHECK IF THE AGGREGATE AMOUNT IN ROW (11) " EXCLUDES

EXCLUDES CERTAIN SHARES

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

(see Item 5)

2.4%

TYPE OF REPORTING

14 PERSON

CUSIP No. 59001K100 SCHEDULE 13D/A Page 6 of 22 Pages

	NAME C PERSON	OF REPORTING S
1	Castlerigg Arbitrage Event Fur CHECK	and Equity nd, Ltd.
2	APPROP BOX IF	RIATŒ) " A R OF(b) "
3	SEC USE	
4	SOURCE	E OF FUNDS
	CHECK I	вох
	DISCLO	
5	OF LEGAL PROCEEDING	
	IS REQUIRED PURSUANT	
	TO ITEM	1
		SHIP OR
6	PLACE ORGANI	DF IZATION
	British V	irgin Islands SOLE
	7	VOTING POWER
		0
NUMBER OF		SHARED VOTING
SHARES	8	POWER
BENEFICIALLY OWNED BY		352,168 shares of Common
EACH REPORTING	9	Stock SOLE
PERSON WITH	,	DISPOSITIVE POWER

0 **SHARED** DISPOSITIVE **POWER** 10 352,168 shares of Common Stock **AGGREGATE AMOUNT BENEFICIALLY** OWNED BY EACH 11 **PERSON** 352,168 shares of Common Stock CHECK IF THE **AGGREGATE** AMOUNT IN **12** ROW (11) **EXCLUDES CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13 (see Item 5) 0.4% TYPE OF REPORTING **PERSON** 14

CUSIP No. 59001K100 SCHEDULE 13D/A Page 7 of 22 Pages

	NAME O	OF REPORTING IS
1	Event Int L.P.	e and Equity ermediate Fund,
2	CHECK THE APPROPRIAT(a) " BOX IF A MEMBER OF(b) " A GROUP	
3	SEC USI	E ONLY
4	SOURCE	E OF FUNDS
•	AF CHECK IF DISCLO	
5	OF LEGA PROCEE IS REQUIR	EDING
	PURSUA TO ITEM 2(d) or 20 CITIZEN	ANT I (e) ISHIP OR
6	PLACE (ORGAN)	JF IZATION
	British V	irgin Islands SOLE
	7	VOTING POWER
NUMBER OF SHARES		0 SHARED VOTING POWER
BENEFICIALLY OWNED BY EACH	8	352,168 shares of Common Stock
REPORTING PERSON WITH	9	SOLE DISPOSITIVE

POWER

0 **SHARED** DISPOSITIVE **POWER** 10 352,168 shares of Common Stock **AGGREGATE AMOUNT BENEFICIALLY** OWNED BY EACH 11 **PERSON** 352,168 shares of Common Stock CHECK IF THE **AGGREGATE** AMOUNT IN **12** ROW (11) **EXCLUDES CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13 (see Item 5) 0.4% TYPE OF REPORTING **PERSON** 14

PN

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	NAME C PERSON	OF REPORTING S
1	_	g Merger and Equity aster Fund, Ltd.
	CHECK '	·
2	BOX IF	
	A GROU SEC USE	P
3	SEC USE	E ONL Y
4	SOURCE	E OF FUNDS
4	WC	
	CHECK I	BOX
	DISCLOSURE OF LEGAL	
5	PROCEEDING IS	
	REQUIRED	
	PURSUA TO ITEM	
	2(d) or 2(e) CITIZENSHIP OR	
6	PLACE (
U		
	British V	irgin Islands SOLE
	7	VOTING POWER
		0
		SHARED
NUMBER OF SHARES		VOTING POWER
BENEFICIALLY OWNED BY	8	352,168 shares
EACH		of Common Stock
REPORTING PERSON WITH	9	SOLE
		DISPOSITIVE POWER

0 **SHARED DISPOSITIVE POWER** 10 352,168 shares of Common Stock **AGGREGATE AMOUNT BENEFICIALLY** OWNED BY EACH 11 **PERSON** 352,168 shares of Common Stock CHECK IF THE **AGGREGATE** AMOUNT IN **12** ROW (11) **EXCLUDES CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13 (see Item 5) 0.4% TYPE OF REPORTING **PERSON** 14

CUSIP No. 59001K100 SCHEDULE 13D/A Page 9 of 22 Pages

	NAME O	OF REPORTING IS
1	(f/k/a Cas	nt Fund, Ltd. stlerigg Global pecial Event d.)
2	APPROP BOX IF	PRIAT(E) " A R OF(b) " IP
3	SEC OSI	CONET
4	SOURCE	E OF FUNDS
5	PLACE O	SURE AL EDING ED ANT I (e) ISHIP OR
	7	SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	8	0 SHARED VOTING POWER 210,059 shares of Common Stock
REPORTING PERSON WITH	9	SOLE DISPOSITIVE

POWER 0 **SHARED DISPOSITIVE POWER** 10 210,059 shares of Common Stock **AGGREGATE AMOUNT BENEFICIALLY** OWNED BY EACH 11 **PERSON** 210,059 shares of Common Stock CHECK IF THE **AGGREGATE** AMOUNT IN 12 ROW (11) **EXCLUDES CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13 (see Item 5) 0.2% TYPE OF REPORTING **PERSON** 14

CUSIP No. 59001K100 SCHEDULE 13D/A Page 10 of 22 Pages

	NAME OF REPOR PERSONS	TING
1	Castlerigg Active Investment Intermed Fund, L.P. (f/k/a Castlerigg Global E Special Event	
2	Intermediate Fund, CHECK THE APPROPRIAT(a) " BOX IF A MEMBER OF(b) " A GROUP SEC USE ONLY	L.P.)
3	226 622 61.21	
4	SOURCE OF FUNI	DS
	AF CHECK BOX IF DISCLOSURE OF LEGAL	
5	PROCEEDING IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) CITIZENSHIP OR	
6	PLACE OF ORGANIZATION	
	British Virgin Island SOLE	ds
	7 VOTING POWER	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	0 SHARED VOTING POWER 8 210,059 stock	hares

PERSON WITH

SOLE DISPOSITIVE **POWER** 0 **SHARED DISPOSITIVE POWER** 10 210,059 shares of Common Stock **AGGREGATE AMOUNT** BENEFICIALLY OWNED BY EACH 11 **PERSON** 210,059 shares of Common Stock CHECK IF THE **AGGREGATE** AMOUNT IN 12 ROW (11) **EXCLUDES CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13 (see Item 5) 0.2% TYPE OF REPORTING **PERSON** 14 PN

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	NAME (OF REPORTING
	PERSON	1S
1	Castlerig	
•		ent Master Fund,
		'a Castlerigg
		quity Special
		aster Fund Ltd.)
	CHECK	
2	BOX IF	PRIAT(E) "
2		R OF(b) "
	A GROU	` '
	SEC USI	
3	220 031	
	SOURCI	E OF FUNDS
4		
	WC	
	CHECK	BOX
	IF	
	DISCLOSURE	
	OF LEG	
5	PROCEEDING IS	
	REQUIR	PED
	PURSUA	
	TO ITEN	
	2(d) or 2	
		NSHIP OR
	PLACE (OF
6	ORGAN	IZATION
	British V	'irgin Islands
		SOLE
	7	VOTING
	7	POWER
		0
		SHARED
MIMPER OF		VOTING
NUMBER OF		POWER
SHARES BENEFICIALLY	8	
OWNED BY	WNED BY ACH SPORTING Stock	
EACH		
REPORTING		
PERSON WITH	9	SOLE
		DISPOSITIVE

POWER 0 **SHARED DISPOSITIVE POWER** 10 210,059 shares of Common Stock **AGGREGATE AMOUNT BENEFICIALLY** OWNED BY EACH 11 **PERSON** 210,059 shares of Common Stock CHECK IF THE **AGGREGATE** AMOUNT IN 12 ROW (11) **EXCLUDES CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 13 (see Item 5) 0.2% TYPE OF REPORTING **PERSON** 14

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	NAME OF REPOR PERSONS	RTING
1	Merrill Lynch Inve Solutions SICAV (Merrill Lynch Inve Solutions – Castler and Arbitrage UCI	on behalf of stment igg Equity Event
2	CHECK THE APPROPRIATE B IF A MEMBER OF GROUP	
3	SEC USE ONLY	
4	SOURCE OF FUN	DS
5	WC CHECK BOX IF DISCLOSURE OF LEGAL PROCEEI IS REQUIRED PURSUANT TO IT 2(d) or 2(e) CITIZENSHIP OR ORGANIZATION	DING FEM
	Luxembourg	
NUMBER OF SHARES BENEFICIALLY OWNED BY	7	SOLE VOTING POWER
EACH REPORTING PERSON WITH	o	0 SHARED VOTING POWER
	9	815,654 shares of Common Stock SOLE DISPOSITIVE POWER
	10	0 SHARED DISPOSITIVE POWER

815,654 shares of Common Stock

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH PERSON