

MERITOR INC
Form 8-K
March 24, 2017

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 22, 2017

MERITOR, INC.

(Exact name of registrant as specified in its charter)

Indiana
(State or other jurisdiction
of incorporation)

1-15983
(Commission
File No.)

38-3354643
(IRS Employer
Identification No.)

2135 West Maple Road
Troy, Michigan
(Address of principal executive offices)

48084-7186
(Zip code)

Registrant's telephone number, including area code: (248) 435-1000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01. Entry into a Material Definitive Agreement

The information set forth in Item 2.03 below is incorporated in this Item 1.01 by reference.

Item 2.03. Creation of a Direct Financial obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant

On March 22, 2017, a Swedish subsidiary of Meritor, Inc. (Meritor), Meritor HVS AB (the Seller), entered into a Receivables Purchase Agreement dated as of March 22, 2017 (the Receivables Purchase Agreement) with an affiliate of Nordea Bank AB (Nordea), as purchaser. The Receivables Purchase Agreement replaces a similar agreement, which was set to expire on March 31, 2017. Under the new Receivables Purchase Agreement, the Seller is able to sell to Nordea up to 155 million euro of eligible receivables outstanding at any time, and from time to time, from AB Volvo and its subsidiaries, during the three-year term of the agreement, which expires on March 22, 2020. The amount of eligible receivables sold may exceed Nordea s commitment at Nordea s sole discretion. The purchase price will be the net face amount of such receivables, discounted for the period of time from the date of sale to the anticipated date of payment at a rate equal to 3-month STIBOR (or EURIBOR for receivables denominated in euros) plus an applicable margin per annum, currently 205 basis points, which may vary up to a maximum of 332 basis points depending on certain circumstances from time to time.

The Receivables Purchase Agreement is intended to effect an absolute transfer of the relevant receivables to Nordea, and contains representations warranties and covenants typical for such a transaction.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MERITOR, INC.
(Registrant)

Date: March 24, 2017

By: /s/ April Miller Boise
April Miller Boise
Senior Vice President, General Counsel & Corporate
Secretary
