

Edgar Filing: BORGWARNER INC - Form 5

BORGWARNER INC
 Form 5
 February 14, 2002

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

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

// Check box if no longer subject of Section 16. Form 4 or Form 5 obligations may continue. See instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person
 WILLIAM E. BUTLER
 200 S. Michigan Ave.
 Chicago, IL 60604
2. Issuer Name and Ticker or Trading Symbol
 BorgWarner Inc. (BWA)
3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)
 -
4. Statement For Month/Year
5. If Amendment, Date of Original (Month/Year)
 DECEMBER 31, 2001
6. Relationship of Reporting Person to Issuer (Check all applicable)
 Director Officer (give title below) 10% Owner Other
7. 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 Security	2. Transaction Date (Month/Day/Year)	3. Transaction Code Code V	4. Securities Acquired (A) or Disposed of (D) Amount (A) or (D) Price
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Common Stock

5. Amount of Securities Beneficially Owned at End of Month	6. Ownership Form Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
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1,100

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g. Puts, Calls, Warrants, Options, Convertible Securities)

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date (month\day\year)	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or
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	Security		Code	V	Disposed of (D)	
					(A)	(D)
Director Stock	\$51.25	1/15/02	A	V	1000	
Option (Right to Buy)						
Director Stock	\$51.25	1/15/02	A	V	1000	
Option (Right to Buy)						

6. Date Exercisable and Expiration Date (month/day/year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned At End Of Month	10. Ownership Form of Derivative Security (Direct (D) or Indirect (I))
1/15/04	Common 1000		1000	D
1/15/05	Common 1000		1000	D

11. Nature of Ownership
 Indirect Beneficial Ownership

Signature of Reporting Person
 /s/ Laurene H. Horiszny
 as attorney-in-fact for WILLIAM E. BUTLER
 Date: February 14, 2002