

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
 RONALD M. RUZIC
 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
 DECEMBER, 2001
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person to Issuer (Check all applicable)
 () Director (x) Officer (give title below) () 10% Owner () Other
 Executive Vice President
7. Individual or Joint/Group Filing (Check applicable line)
 /x/ 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		4. Securities Acquired (A) or Disposed of (D)		Price
		Code	V	Amount	(A) or (D)	
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		
38,893		D				

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

1. Title of Deriv- ative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (month \day\year)	4. Trans- action Code	5. Number of
				Derivative Securities Ac- quired (A) or Disposed of (D)

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				Code	V	(A)	(D)
Employee Stock Op-							
tion right to buy	\$48.275	7/25/01		A			8,903
Employee Stock Op-							
tion right to buy	\$48.275	7/25/01		A			8,902
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)			
Date Exer- cisable Date	Expiration Title Amt. or # of shrs						
7/25/03	7/25/11	Common Stock	8,903			8903	D
7/25/04	7/25/11	Common Stock	8,902			8902	D

11. Nature of Indirect Beneficial Ownership

Signature of Reporting Person
 /s/ Laurene H. Horiszny
 as attorney-in-fact for RONALD M. RUZIC
 Date: FEBRUARY 14, 2002