

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

As previously reported, on December 15, 2017, the Board of Directors (the "Board") of BorgWarner Inc. (the "Company") appointed Frederic Lissalde Executive Vice President and Chief Operating Officer of the Company, effective January 1, 2018.

On January 5, 2018 the Compensation Committee of the Board approved a compensation package for Mr. Lissalde, effective as of January 1, 2018. Mr. Lissalde's annual base salary will be \$850,000 and his target annual bonus opportunity will be \$765,000 (90% of base). Mr. Lissalde's long-term incentive target opportunity will be \$2,066,000. It is expected that Mr. Lissalde will receive relocation benefits upon his relocation from Europe to the United States. There is no written employment agreement with Mr. Lissalde.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release dated December 15, 2017 (incorporated by reference herein from Exhibit 99.1 to the Form 8-K filed December 15, 2017).

SIGNATURES

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.

BORGWARNER INC.

Date: January 11, 2018 By: /s/ John J. Gasparovic
Name: John J. Gasparovic
Its: Secretary