

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
 GARY P. FUKAYAMA
 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)
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4. Statement For Month/Year
 DECEMBER 31, 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 Code V	4. Securities Acquired (A) or Disposed of (D) Amount (A) or (D) Price
Common Stock			
5. Amount of Securities Beneficially Owned at End of Month	25,323	6. Ownership Form Direct (D) or Indirect (I) D	7. Nature of Indirect Beneficial Ownership

 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 Security	3. Transaction Date (month \day\year)	4. Transaction Code Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (A) (D)
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Employee Stock	\$48.275	7/25/01	A	1,651
Option (Right to Buy)				
Employee Stock	\$48.275	7/25/01	A	1,650
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))
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7/25/03	7/25/03 Common Stock	1,651	1651	D
7/25/04	7/25/04 Common Stock	1,650	1650	D

11. Nature of Indirect Beneficial Ownership

Signature of Reporting Person
 /s/ Laurene H. Horiszny
 as attorney-in-fact for GARY P. FUKAYAMA
 Date: February 14, 2002