

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).
 / /Form 3 Holdings Reported
 / /Form 4 Transactions Reported
 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 C. CLINE
 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
 Vice President & Controller (specify below)
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. Transac- tion Code	4. Securities Acquired (A) or Disposed of (D)	Price
		Code	V	Amount

Common Stock				
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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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14,115.499	D	*
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 *Between 1/1/01 and 12/31/01 the reporting person acquired 89.499 shares of Common Stock in the B Savings Plan.

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

1. Title of Deriv-	2. Conversion	3. Transaction	4. Trans-	5. Number of
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Derivative Securities Acquired (A) or Disposed of (D)	Code	V	Date (month/day/year)	Price of Derivative Security	or Exercise	Amount of Underlying Securities	Title	Amt. or # of shrs	Number of Derivative Securities Beneficially Owned At End Of Month	Ownership Form of Derivative Security Direct (D) or Indirect (I)
Employee Stock Option Right to Buy			7/25/01	48.275					2,333	
Employee Stock Option Right to Buy			7/25/01	48.275					2,333	
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	10. Ownership Form of Derivative Security						
7/25/03	7/25/11 common stock	2333								
7/25/04	7/25/11 common stock	2333		22,931	D					

11. Nature of Indirect Beneficial Ownership

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