

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
GERALDINE KINSELLA
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 - Human Resources (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. Transaction Code		4. Securities Acquired (A) or Disposed of (D)		Price
		Code	V	Amount	(A) or (D)	
Common Stock						
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		
8,251		D				
5,903		D		Joint with Spouse		
75,268.18		I		By The Five Dancing Bears, L.P. (1)		

(1) Shares owned by The Five Dancing Bears, L.P. of which the reporting person's spouse is the gen

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

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1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (month\day\year)	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)
Employee Stock Option (Right to Buy)	\$48.275	7/25/01	A	1,461
Employee Stock Option (Right to Buy)	\$48.275	7/25/01	A	1,460
Employee Stock Option (Right to Buy)	\$48.275	7/25/01	A	4,170
Employee Stock Option (Right to Buy)	\$48.275	7/25/01	A	4,170

(1) The Phantom stock units were accrued under the Borg-Warner Automotive, Inc. Executive Deferred Compensation Plan and are to be settled 100% in cash according to the terms of the plan.

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))
7/25/03	Common Stock	1,461	1,461	D
7/25/04	Common Stock	1,460	1,460	D
7/25/03	Common Stock	4,170	4,170	I
7/25/04	Common Stock	4,170	4,170	I

11. Nature of Indirect Beneficial Ownership

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 By Spouse
 By Spouse

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