BORGWARNER INC
Form 4
January 07, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 4
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
LAURENE H. HORISZNY
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, 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, General Counsel & Secretary
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	12/14/01	M		1000	A	$16.56
Common Stock	12/14/01	S		1000	D	$49.26

5. Amount of Securities Beneficially Owned at End of Month	6. Ownership Form Direct (D) or Indirect (I)	7.Nature of Indirect Beneficial Ownership
9524	D	

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	3.Transaction Date(month \day\year)	4.Trans- action Code	5.Number of Derivative Securities Acquired(A)or

	Security		Code	V	Disposed of(D) (A)	(D)
Employee Stock Option (Right to Buy)	$16.56	12/14/01	M			330
Employee Stock Option (Right to Buy)	$16.56	12/14/01	M			330
Employee Stock Option (Right to Buy)	$16.56	12/14/01	M			340

6.Date Exercisable and Expiration Date(month/day/year) Date Exer-cisable	Expiration Date	7.Title and Amount of Underlying Securities Title	Amt.or #of shrs	8.Price of Derivative Security	9.Number of Derivative Securities Beneficially Owned At End Of Month	10.Ownership Form of Deriv-ative Security Direct (D) or Indirect (I)
12/31/92	1/1/02	Common Stock	330			D
12/31/93	1/1/02	Common Stock	330			D
12/31/94	1/1/02	Common Stock	340			D

11. Nature of Indirect Beneficial Ownership

Signature of Reporting Person
/s/ Laurene H. Horiszny
Date: January 7, 2002