BORGWAF Form 5 February 14												
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			RITIES AND EXCHANGE COMMISSION ashington, D.C. 20549					OMB Number: Expires:	3235-0362 January 31, 2005			
to Section Form 4 of 5 obligati may cont	r Form ANN ons inue.	ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated average burden hours per response 1.0				
<i>See</i> Instru 1(b). Form 3 H Reported Form 4 Transacti Reported	Filed pur foldings Section 17(a) of the	Public U		ig Compa	ny A	ct of 1		n			
WOOD ROGER Symb			Symbol	ssuer Name and Ticker or Trading nbol DRGWARNER INC [bwa]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (1	Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)12/31/2004				-	(Check all applicable) <u>X</u> Director <u>10%</u> Owner <u>X</u> Officer (give title <u>Check of the specify</u> below) <u>below</u>) vice president				
			endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)					
Â							-	_X_ Form Filed by Form Filed by M Person				
(City)	(State)	(Zip)	Tabl	e I - Non-Der	ivative Seco	urities	s Acqui	ired, Disposed of	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	(Month/Day/Year) Execution Date, if Transac any Code		Transaction	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		of 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
common stock	12/31/2004	Â		Р	124.27	А	\$ <u>(2)</u>	6,695.59	D	Â		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.				•						SEC 2270 (9-02)		

 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 (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	ttion Date, if Transaction Derivative Code Securities th/Day/Year) (Instr. 8) Acquired (A) or		Execution Date, if Transaction Derivative Expiration Date my Code Securities (Month/Day/Year) Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and		action Derivative Exp Securities (Ma 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
phantom stock unit	\$ 0	12/31/2004	Â	А	113.403	Â	(1)	(1)	common stock	113.403				

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
WOOD ROGER	Â	Â	vice president	Â			
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Signatures

Laurene H. Horiszny as attorney-in-fact for Roger Wood	02/14/2005
<u>**</u> Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The phantom stock units were accrued under the Borg-Warner Automotive, Inc. Retirement Savings Excess Benefit Plan and are to be settled 100% in cash according to the terms of the plan.
- (2) The stock was accrued under the Borg-Warner Automotive, Inc. Retirement Savings Plan during 2004.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.