#### NOVAK ERNEST J JR

Check this box

if no longer

subject to

Section 16.

Form 4 or

Form 4

February 09, 2006

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* NOVAK ERNEST J JR

2. Issuer Name and Ticker or Trading Symbol

BORGWARNER INC [bwa]

5. Relationship of Reporting Person(s) to

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

Issuer

(First) (Middle) (Last)

3. Date of Earliest Transaction

X Director 10% Owner Officer (give title Other (specify below)

(Check all applicable)

3550 WEST MARKET STREET

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

02/08/2006

(Month/Day/Year)

\_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

AKRON, OH 44333

Security

(Instr. 3)

(City) (State) 1.Title of 2. Transaction Date 2A. Deemed

(Zip)

4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Indirect Beneficial Owned (I) Ownership Following (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative		3. Transaction Date (Month/Day/Year)		4. Transactio	5. Number of orDerivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying
Security (Instr. 3)	or Exercise Price of		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A)	(Month/Day/Year)	Securities (Instr. 3 and 4)

8. Pri Deriv Secur (Instr

### Edgar Filing: NOVAK ERNEST J JR - Form 4

Derivative or Disposed of Security (D) (Instr. 3, 4, and 5)

> Code V (A) Expiration Title (D) Date Amount or

Exercisable Date

Number of Shares

phantom

common stock <u>(1)</u> 02/08/2006 167.84 (2) (2) 167.84 A stock unit

**Reporting Owners** 

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

NOVAK ERNEST J JR 3550 WEST MARKET STREET X **AKRON, OH 44333** 

**Signatures** 

Laurene H. Horiszny as attorney-in-fact for Ernest J. 02/09/2006 Novak, Jr.

> \*\*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)** 1-for-1
- The number of phantom stock units were accrued under the Borg-Warner Automotive Inc. Board of Directors Deferred Compensation Plan and are to be settled 100% in cash according to the terms of the plan.

Note: File three copies of this Form, one of which must be manually signed. If space 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.

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