

Edgar Filing: BORGWARNER INC - Form 4

Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	Code	V	(A)	(D)				
phantom stock units	(1)	02/07/2007	A	303.71	(2)	(2)	common stock	303.71 \$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BONANNO PHYLLIS O			X	

Signatures

Laurene H. Horiszny as attorney-in-fact for Phyllis O. Bonanno 02/08/2007

__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
- (2) The number of phantom stock units were accrued under the BorgWarner 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.