

BORGWARNER INC  
Form 8-K  
July 27, 2005

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

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**July 27, 2005**  
(Date of earliest event reported)

**BORGWARNER INC.**  
(Exact name of registrant as specified in its charter)

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| <b>Delaware</b><br>(State or other jurisdiction<br>of incorporation) | <b>001-12162</b><br>(Commission File Number) | <b>13-3404508</b><br>(IRS Employer<br>Identification No.) |
|--|--|---|

|   |                            |
|---|----------------------------|
| <b>3850 Hamlin Road, Auburn Hills, Michigan</b><br>(Address of principal executive offices) | <b>48326</b><br>(Zip Code) |
| <b>(248) 754-9200</b><br>(Registrant's telephone number, including area code)               |                            |

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Not Applicable**  
(Former name, former address and former fiscal year, if changed since last report)

**Item 1.01 Entry into a Material Definitive Agreement.**

On July 27, 2005, the BorgWarner Inc. Compensation Committee (the "Compensation Committee") adopted a resolution approving of the Stock Option Award Agreement for the granting of 2005 Stock Options in the form attached as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(c) The following exhibit is included with this report:

Exhibit 99.1 Stock Option Award Agreement.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

BORGWARNER INC.

By: /s/ Vincent M. Lichtenberger  
Vincent M. Lichtenberger

Assistant Secretary

Date: July 27, 2005

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