

Item 1.01 Conflict Minerals Disclosure and Report

After performing the steps required by Rule 13p-1, BorgWarner Inc. ("BorgWarner" or the "Company") has no reason to believe that tin, tantalum, tungsten and/or gold ("3TG") necessary to the functionality or production of its products financed or benefited armed groups in the Democratic Republic of the Congo ("DRC") or an adjoining country that shares an internationally recognized border with the DRC (the "Conflict Region").

On November 10, 2015, BorgWarner completed the acquisition of Remy International Inc. ("Remy"), a Delaware corporation and formerly publicly traded company listed on NASDAQ. Remy was previously obligated to file a Form SD and report concerning its use of 3TG. The Company has incorporated a discussion of Remy's 2015 processes in the attached Conflict Minerals Report. Those processes covered the products of (i) Remy USA Industries, L.L.C., which acquired substantially all of the assets of United Starters and Alternators Industries, Inc. on January 13, 2014; and (ii) Maval Industries, L.L.C. ("Maval"), which acquired substantially all of the assets of Maval Manufacturing, Inc. on March 1, 2015. The initial reporting period on products manufactured by Maval will be 2016.

Item 1.02 Exhibits

A copy of the Company's Conflict Minerals Report is provided as Exhibit 1.01 hereto and may be found publicly on our internet website at www.borgwarner.com.

Section 2 - Exhibits

Item 2.01 Exhibits

Exhibit 1.01 - Conflict Minerals Report of BorgWarner Inc. for the period January 1, 2015 to December 31, 2015, as required by Items 1.01 and 1.02 of this Form.

SIGNATURES

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 hereunto duly authorized.

BorgWarner Inc.

Date: May 24, 2016 By: /s/ John J. Gasparovic
 Name: John J. Gasparovic
 Title: Secretary

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(9) (9) Common 600 600 D Stock Options (10) (10) Common 600 600 D Stock Options (11)
(11) (11) Common 600 600 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STERN PAUL G 13331 SIGNAL TREE LANE POTOMAC, MD 20854			X	

Signatures

/s/ Robert T. Kenagy 04/20/2005

**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) Award of stock pursuant to the Nonemployee Director Equity Plan.
 Stock option awarded on 04/19/05 at the option price of \$64.73 per share under the Nonemployee Director Equity Plan. All shares will become exercisable six months after the award date. The expiration date is either 20 years from the award date or the second anniversary of the date the Director ceases being a Director.
- (2) Stock option awarded on 4/20/93 at the option price of \$44.50 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
- (3) Stock option awarded on 4/19/94 at the option price of \$48.94 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
- (4) Stock option awarded on 4/16/96 at the option price of \$50.27 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
- (5) Stock option awarded on 4/28/98 at the option price of \$50.92 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
- (6)
- (7)

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Stock option awarded on 4/20/99 at the option price of \$61.75 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.

- (8) 3,157 phantom shares deferred under the Nonemployee Director Stock Ownership Plan. This grant of deferred compensation is payable upon retirement from the Board of Directors. As of 03/15/05, the latest date for which information is reasonably available, 6,261.23 total phantom shares deferred, which includes dividend equivalents earned in phantom restricted stock.
- (9) Stock option awarded on 4/18/00 at the option price of \$46.21 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
- (10) Stock option awarded on 4/15/03 at the option price of \$64.69 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.
- (11) Stock options awarded on 4/20/04 at the option price of \$50.98 per share. All shares are currently exercisable and will expire either 20 years from the award date or the fifth anniversary of the date the Director ceases being a Director.

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.