

Edgar Filing: MARSAUD BENOIT - Form 5

MARSAUD BENOIT
 Form 5
 February 14, 2003

FORM 5

U.S. SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 ANNUAL STATEMENT OF
 CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
OMB NUMBER: 3235-0362
EXPIRES:
JANUARY 31, 2005
ESTIMATED AVERAGE
BURDEN HOURS
PER RESPONSE.....1.0

Filed pursuant to Section 16(a) of the
 Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility
 Holding Company Act of 1935
 or Section 30(h) of the Investment
 Company Act of 1940

Check box if no longer subject to
 Section 16. Form 4 or Form 5 obligations may
 continue. See Instructions 1(b).

Form 3 Holdings Reported

Form 4 Transactions Reported

 1. Name and Address of Reporting Person

(Last)	(First)	(Middle)
Marsaud	Benoit	

(Street)
 Klarabergsviadukten 70, Section E, Box 70381

(City)	(State)	(Zip)
Stockholm	Sweden	SE-107 24

 2. Issuer Name and Ticker or Trading Symbol
 AUTOLIV, INC. (ALV)

 3. IRS Identification Number of Reporting Person, if an entity (Voluntary)

 4. Statement of Month/Year
 12/02

 5. If Amendment, Date of Original (Month/Year)

 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
<input checked="" type="checkbox"/> X Officer (give title below)	<input type="checkbox"/> Other (specify below)
<input type="checkbox"/> Vice President, Manufacturing	

 7. Individual or Joint/Group Reporting (check applicable line)

X Form Filed by One Reporting Person

 Form Filed by More than one Reporting Person

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 Table I - Non-Derivative Securities Acquired, Disposed of, or
 Beneficially Owned

 1. Title of Security (Instr. 3)

 2. Transaction Date (Month/Day/Year)

 3. Transaction Code (Instr. 8)

 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

----- Amount	----- (A) or (D)	----- Price

5. Amount of Securities Beneficially Owned at the end of Issuer's Fiscal Year (Instr. 3 and 4)		

 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

 7. Nature of Indirect Beneficial Ownership (Instr. 4)

 [TYPE ENTRIES HERE]

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

 1. Title of Derivative Security (Instr. 3)
 Options

 2. Conversion or Exercise Price of Derivative Security
 USD 19,96

 3. Transaction Date (Month/Day/Year)
 01/02/02

 4. Transaction Code (Instr. 8)
 A

 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr.
 3, 4 and 5)

----- 10,000	-----
----- (A)	----- (D)

 6. Date Exercisable and Expiration Date (Month/Day/Year)

----- 01/02/03	----- 01/02/12
----- Date Exercisable	----- Expiration Date

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7. Title and Amount of Underlying Securities (Instr. 3 and 4)

Common Stock	10,000
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Title	Amount or Number of Shares

8. Price of Derivative Security (Instr. 5)

9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)

28,310*

10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)

(D)irect

11. Nature of Indirect Beneficial Ownership (Instr. 4)

[TYPE ENTRIES HERE]

EXPLANATION OF RESPONSES:

* 13,364 Options and 5,046 Restricted Stock Units have been previously reported.

/S/ Benoit Marsaud

** SIGNATURE OF REPORTING PERSON

DATE

* 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).

NOTE: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure

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