PERSSON HANS GORAN

Form 5 February 15, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549 | OMB APPROVAL |

ANNUAL STATEMENT OF | _____ |

CHANGES IN BENEFICIAL OWNERSHIP | OMB NUMBER: 3235-0362|

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(f) of the Investment
Company Act of 1940

OMB APPROVAL

OMB NUMBER: 3235-0362

EXPIRES:

PENDING

ESTIMATED AVERAGE

BURDEN HOURS

PER RESPONSE....1.0

/_X_/ Check this box if no longer Section 16. Form 4 or Form 5 continue. See Instructions	5 obligations may	
// Form 3 Holdings Reported		
// Form 4 Transaction Reported		
1. Name and Address of Reporting I		
PERSSON	HANS-GORAN	
(Last)	(First)	(Middle)
KLARABERGSVIADUKTEN 70,	BOX 70381	
	(Street)	
STOCKHOLM	SWEDEN	SE 107 24
(City)	(State)	(Zip)
2. Issuer Name and Ticker or Trad	ing Symbol	
AUTOLIV, INC. (ALV)		
3. IRS or Social Security Number of		
4. Statement for Month/Year		
12/01		
5. If amendment, Date of Original		
6. Relationship of Reporting Personal Director Officer (give title below)	1	heck all applicable) 0% Owner ther (specify below)

Previously Vice President, Purchasing

7.	Individual or Joint/Group Reporting (check applicable line)x Form Filed by One Reporting Person	
	Form Filed by More than one Reporting Person	
=== Tak	ole 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 end of Issuer's Fis (Instr. 3 and 4)	cal Year
6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
7.	Nature of Indirect Beneficial Ownership (Instr. 4)	
	YPE ENTRIES HERE]	
=== TAE	BLE II - Derivative Securities, Acquired, Disposed of, or Benef Owned (e.g., puts, calls, warrants, options, convertib securities)	-
1.	Title of Derivative Security (Instr. 3)	
2.	Conversion of Exercise Price of Derivative Security	
3.	Transaction Date (Month/Day/Year)	

	of Derivative			(A) or Dispose		tr.
	(A)				(D)	
	ercisable and					
	Date Exercis	able		Expirat		
				(Instr. 3 and		
	Title			Amount or Num	ber of Shares	
. Price of		Security	(Instr. 4)			
Price of Number of (Instr.	Derivative of Derivative 4)	Security Securiti	(Instr. 4)es Beneficia		nd of Year	
. Price of . Number of (Instr.	Derivative of Derivative 4)	Security Securiti Securiti	(Instr. 4) es Beneficia	lly Owned at E	nd of Year ct (I) (Instr	
. Price of . Number of (Instr.) . Ownersh	of Derivative a) nip of Derivative of Indirect	Security Securiti Live Secu	(Instr. 4) es Beneficial rity: Direct Ownership	lly Owned at E	nd of Year ct (I) (Instr	 . 4)
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. Price of	Derivative of Derivative 4) nip of Derivative of Indirect 3. 06/18/01	Security Securiti Securiti tive Secu Beneficia A(1)	(Instr. 4) es Beneficial rity: Direct Ownership 5. (A) 1, 490	lly Owned at E (D) or Indire (Instr. 4)	nd of Year ct (I) (Instr	 . 4)

EXPLANATION OF RESPONSES:

- (1) The options were issued pursuant to the commitments assumed on December 15, 2000, in connection with the cancellation of previously issued options. The options issued on June 18, 2001 represent 20% of the number of options canceled on December 15, 2000.
- (2) The options were issued pursuant to the 1997 Stock Incentive Plan.

- (3) Common Stock, par value \$1 per share.
- (4) This number does not include other derivative securities (Restricted Stock Units) previously issued and reported.

/S	/ Hans-Gora	an	Persson		2/12/02
**	SIGNATURE	OF	REPORTING	PERSON	DATE

** 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

Potential persons who are to respond to the collection of information contained in this form are nor required to respond unless the form displays a currently valid OMB number.
