STEWART S JAY Form 5

February 15, 2002 FORM 5

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

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
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1

/	// Check this 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 Transaction Repo	orted			
1. Name and Address of Reporting Person					
	STEWART	S.JAY			
	(Last)	(First)	(Middle)		
	KLARABERGSVIADUKTEN 70, BOX 70381				
		(Street)			
	STOCKHOLM	SWEDEN	SE 107 24		
	(City)	(State)	(Zip)		
2.	Issuer Name and Ticker or				
	AUTOLIV, INC. [ALV]				
3.	. IRS or Social Security Number of Reporting Person, if an entity (Voluntary)				
4.	Statement for Month/Year				
	12/01				
5.	. If amendment, Date of Original (Month/Year)				
6.	Relationship of Reporting _X_ Director Officer (give title k		Check all applicable) 10% Owner Other (specify below)		

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

 $_{\rm X_Form}$ Filed by One Reporting Person

___Form Filed by More than one Reporting Person ______ 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) _____ _____ (A) or (D)______ 5. Amount of Securities Beneficially Owned at 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] 3. 2.. A 802 (A) \$0 Common Stock, par value \$1 per share 04/24/01 ______ TABLE II - Derivative Securities, Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible ______ 1. Title of Derivative Security (Instr. 3) 2. Conversion of Exercise Price of Derivative Security

3.	Transaction Date (Month/Day/Year)		
4.	Transaction Code (Instr. 8)		
5.	Number of Derivative Securities Acqui	red (A) or Disposed of (D) (Instr.	
	(A)	(D)	
6.	Date Exercisable and Expiration Date	(Month/Day/Year)	
	Date Exercisable	Expiration Date	
7.	ties (Instr. 3 and 4)		
	Title	Amount or Number of Shares	
8.	Price of Derivative Security (Instr.	4)	
9.	Number of Derivative Securities Benef	icially Owned at End of Year	
10	. Ownership of Derivative Security: Di	rect (D) or Indirect (I) (Instr. 4)	
11	. Nature of Indirect Beneficial Owners	ship (Instr. 4)	
[T	YPE ENTRIES HERE]		
	EXPLANATION OF RESPONSES:		
	/S/ S.Jay Stewart ** SIGNATURE OF REPORTING PERSON	2/12/02 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.
