

BRUNSWICK CORP

Form 4

October 07, 2013

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SCHWABERO MARK D**

(Last) (First) (Middle)

**BRUNSWICK CORPORATION, 1  
N FIELD COURT**

(Street)

**LAKE FOREST, IL 60045**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

**BRUNSWICK CORP [BC]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**10/03/2013**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

**VP & PRES MERCURY MARINE**

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Common<br>Stock                       | 10/03/2013                              |                                                             | M                                    | 12,000 A                                                                | \$ 33 56,929                                                                                                       | D                                                                       |                                                                                |
| Common<br>Stock                       | 10/03/2013                              |                                                             | D                                    | 9,543 D                                                                 | \$ 41.5 47,386                                                                                                     | D                                                                       |                                                                                |
| Common<br>Stock                       | 10/03/2013                              |                                                             | M                                    | 8,000 A                                                                 | \$ 39.15 55,386                                                                                                    | D                                                                       |                                                                                |
| Common<br>Stock                       | 10/03/2013                              |                                                             | D                                    | 7,547 D                                                                 | \$ 41.5 47,839                                                                                                     | D                                                                       |                                                                                |
| Common<br>Stock                       | 10/03/2013                              |                                                             | S                                    | 453 D                                                                   | \$ 41.5 47,386                                                                                                     | D                                                                       |                                                                                |

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|        |            |   |       |   |        |        |
|--------|------------|---|-------|---|--------|--------|
| Common | 10/03/2013 |   | \$    |   |        |        |
| Stock  |            | S | 2,457 | D | 41.615 | 44,929 |
|        |            |   |       |   | (1)    |        |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)            | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                     |
|----------------------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|------------------------------------------------------------------|--------------------|-----------------|-------------------------------------|
|                                                                |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                              | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Stock Settled<br>Stock<br>Appreciation<br>Right <sup>(2)</sup> | \$ 33                                                                 | 10/03/2013                              |                                                             | M                                       |                                                                                                              | 12,000                                                         |     | <sup>(3)</sup>                                                   | 02/13/2017         | Common<br>Stock | 12,000                              |
| Stock Settled<br>Stock<br>Appreciation<br>Right <sup>(2)</sup> | \$ 39.15                                                              | 10/03/2013                              |                                                             | M                                       |                                                                                                              | 8,000                                                          |     | <sup>(3)</sup>                                                   | 02/14/2016         | Common<br>Stock | 8,000                               |

## Reporting Owners

| Reporting Owner Name / Address                                                        | Relationships |           |                                |       |
|---------------------------------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                                                       | Director      | 10% Owner | Officer                        | Other |
| SCHWABERO MARK D<br>BRUNSWICK CORPORATION<br>1 N FIELD COURT<br>LAKE FOREST, IL 60045 |               |           | VP & PRES<br>MERCURY<br>MARINE |       |

## Signatures

By: Power of Attorney For: /s/ Mark  
Schwabero

10/07/2013

          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) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$41.50 to \$41.76, inclusive
- (2) Employee Stock-Settled Stock Appreciation Right granted under the 2003 Stock Incentive Plan.
- (3) One-fourth of the total shares granted may be exercised on each of the first, second, third, and fourth anniversaries following grant date.

### Remarks:

This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

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

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