

BRUNSWICK CORP  
Form 4  
August 07, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LOCKRIDGE B RUSSELL**

(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)  
**08/05/2013**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**VP & CHIEF HUMAN RES OFFICER**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	08/05/2013		M		8,750	A	\$ 3.71	64,250	D
Common Stock	08/05/2013		D		822	D	\$ 39.5	63,428	D
Common Stock	08/05/2013		M		15,000	A	\$ 5.86	78,428	D
Common Stock	08/05/2013		D		2,226	D	\$ 39.5	76,202	D
Common Stock	08/05/2013		M		15,500	A	\$ 11.08	91,702	D

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Common Stock	08/05/2013		D	4,348	D	\$ 39.5	87,354	D
Common Stock	08/05/2013		M	16,000	A	\$ 33	103,354	D
Common Stock	08/05/2013		D	13,368	D	\$ 39.5	89,986	D
Common Stock	08/05/2013		M	7,000	A	\$ 21.52	96,986	D
Common Stock	08/05/2013		D	3,814	D	\$ 39.5	93,172	D
Common Stock	08/05/2013		M	2,700	A	\$ 23.79	95,872	D
Common Stock	08/05/2013		D	1,627	D	\$ 39.5	94,245	D
Common Stock	08/05/2013		S	15,000	D	\$ <u>(1)</u> 39.5058	79,245	D
Common Stock	08/06/2013		S	23,745	D	\$ <u>(2)</u> 39.1498	55,500	D

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.**

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(9-02)

**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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock Appreciation Rights <sup>(3)</sup>	\$ 3.71	08/05/2013		M	8,750	<u>(4)</u> 02/09/2019	Common Stock	8,750
Stock Appreciation	\$ 5.86	08/05/2013		M	15,000	<u>(4)</u> 05/12/2019	Common Stock	15,000

Rights <sup>(3)</sup>

Stock

Appreciation Rights <sup>(3)</sup>	\$ 11.08	08/05/2013	M	15,500	<u>(4)</u>	02/09/2020	Common Stock	15,500
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Stock

Appreciation Rights <sup>(3)</sup>	\$ 21.52	08/05/2013	M	7,000	<u>(4)</u>	02/08/2021	Common Stock	7,000
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Stock

Appreciation Rights <sup>(3)</sup>	\$ 23.79	08/05/2013	M	2,700	<u>(4)</u>	02/14/2022	Common Stock	2,700
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Stock

Appreciation Rights <sup>(3)</sup>	\$ 33	08/05/2013	M	16,000	<u>(4)</u>	02/13/2017	Common Stock	16,000
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOCKRIDGE B RUSSELL BRUNSWICK CORPORATION 1 N FIELD COURT LAKE FOREST, IL 60045			VP & CHIEF HUMAN RES OFFICER	

## Signatures

By: Power of Attorney For: /s/ B. Russell Lockridge	08/07/2013
<sup>**</sup> 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 \$39.58 to \$39.50, inclusive.
- (2) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.30 to \$39.04, inclusive.
- (3) Employee Stock-Settled Stock Appreciation Right granted under the 2003 Stock Incentive Plan.
- (4) One-fourth of the total shares granted may be exercised on each of the first, second, third, and fourth anniversaries following grant date.

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.