

BRUNSWICK CORP
Form 4
August 07, 2013

FORM 4

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

OMB APPROVAL

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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 *
LOWE ALAN L

(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 AND CONTROLLER

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	(D)	Price
Common Stock	08/05/2013		M		2,000	A	\$ 38.36
							44,777
Common Stock	08/05/2013		S		2,000	D	\$ 39.4064
							42,777
Common Stock	08/05/2013		M		5,000	A	\$ 38.36
							47,777
Common Stock	08/05/2013		S		5,000	D	\$ 39.4524
							42,777
	08/05/2013		M		13,000	A	\$ 33
							55,777

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Common Stock									
Common Stock	08/05/2013		D	10,861	D	\$ 39.5	44,916		D
Common Stock	08/05/2013		M	35,000	A	\$ 17.06	79,916		D
Common Stock	08/05/2013		D	15,117	D	\$ 39.5	64,799		D
Common Stock	08/05/2013		M	5,000	A	\$ 3.71	69,799		D
Common Stock	08/05/2013		D	470	D	\$ 39.5	69,329		D
Common Stock	08/05/2013		S	26,552	D	\$ 39.3813 <u>(1)</u>	42,777		D
Common Stock	08/05/2013		I	12	D	\$ 39.26	0		I
									By Svgs Plan Trustee

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

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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)	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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Non-Qualified Stock Option (right to buy) <u>(2)</u>	\$ 38.36	08/05/2013		M	2,000	<u>(3)</u> 02/18/2014	Common Stock	2,000
Non-Qualified Stock Option (right to buy)	\$ 38.36	08/05/2013		M	5,000	<u>(3)</u> 02/18/2014	Common Stock	5,000

(2)

Phantom Stock Units	<u>(4)</u>	08/05/2013	I	11,599	<u>(5)</u>	<u>(5)</u>	Common Stock	11,5
Stock Appreciation Rights <u>(6)</u>	\$ 3.71	08/05/2013	M	5,000	<u>(3)</u>	02/09/2019	Common Stock	5,0
Stock Appreciation Rights <u>(6)</u>	\$ 17.06	08/05/2013	M	35,000	<u>(3)</u>	02/28/2018	Common Stock	35,0
Stock Appreciation Rights <u>(6)</u>	\$ 33	08/05/2013	M	13,000	<u>(3)</u>	02/13/2017	Common Stock	13,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOWE ALAN L BRUNSWICK CORPORATION 1 N FIELD COURT LAKE FOREST, IL 60045			VP AND CONTROLLER	

Signatures

By: Power of Attorney For: /s/ Alan
Lowe 08/07/2013

__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 \$39.48 to \$39.17, inclusive.
- (2) Employee Stock Option granted under the 2003 Stock Incentive Plan with right to have shares withheld or to deliver previously acquired shares to pay income taxes on exercise of option.
- (3) One-fourth of the total shares granted may be exercised on each of the first, second, third, and fourth anniversaries following grant date.
- (4) The reported phantom stock units were acquired under the Company's excess benefit plan (the "Restoration Plan") and are the economic equivalent of one share of Brunswick Corporation common stock.

The reported phantom stock units held under the Restoration Plan are to be settled upon the reporting person's retirement or other termination of service. The reporting person may transfer the value of these stock units into an alternative investment account at any time prior to settlement.

- (6) Employee Stock-Settled Stock Appreciation Right granted under the 2003 Stock Incentive Plan.

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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