

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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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	(D)	Price
Common Stock	08/05/2013		M		8,750	A	\$ 3.71
Common Stock	08/05/2013		D		822	D	\$ 39.5
Common Stock	08/05/2013		M		15,000	A	\$ 5.86
Common Stock	08/05/2013		D		2,226	D	\$ 39.5
Common Stock	08/05/2013		M		15,500	A	\$ 11.08

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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.

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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 Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock Appreciation Rights ⁽³⁾	\$ 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 ⁽³⁾									
Stock									
Appreciation	\$ 11.08	08/05/2013		M	15,500	⁽⁴⁾	02/09/2020	Common Stock	15,500
Rights ⁽³⁾									
Stock									
Appreciation	\$ 21.52	08/05/2013		M	7,000	⁽⁴⁾	02/08/2021	Common Stock	7,000
Rights ⁽³⁾									
Stock									
Appreciation	\$ 23.79	08/05/2013		M	2,700	⁽⁴⁾	02/14/2022	Common Stock	2,700
Rights ⁽³⁾									
Stock									
Appreciation	\$ 33	08/05/2013		M	16,000	⁽⁴⁾	02/13/2017	Common Stock	16,000
Rights ⁽³⁾									

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

⁽¹⁾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.

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