BRUNSWICK CORP

Form 4

November 25, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

OMB APPROVAL

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SECURITIES Form 5 obligations

(Zin)

(State)

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHWABERO MARK D			2. Issuer Name and Ticker or Trading Symbol BRUNSWICK CORP [BC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	, , ,		
BRUNSWICK CORPORATION, 1 N FIELD COURT			(Month/Day/Year) 11/25/2014	Director 10% Owner X Officer (give title Other (specify below) below) PRES & CHIEF OPERATING OFFICER		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
LAKE FORI	EST, IL 6004	45		Form filed by More than One Reporting Person		

(City)	(State)	Tabl	e I - Non-D	Derivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit or(A) or Dis (Instr. 3, 4	sposed 4 and 5 (A) or	of (D)	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)
Common Stock	11/25/2014		Code V M	Amount 10,000	(D)	Price \$ 46.12	71,226	D	
Common Stock	11/25/2014		D	9,295	D	\$ 49.62	61,931	D	
Common Stock	11/25/2014		S	705	D	\$ 49.62	61,226 <u>(1)</u>	D	

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

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number.

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. Transacti Code (Instr. 8)	5. Number of tionDerivative 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Stock Settled Stock Appreciation	\$ 46.12	11/25/2014		M		10,000	(3)	01/31/2015	Common Stock	10,00

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other

SCHWABERO MARK D BRUNSWICK CORPORATION 1 N FIELD COURT LAKE FOREST, IL 60045

PRES & CHIEF OPERATING OFFICER

Relationships

Signatures

Right (2)

By: Power of Attorney For: /s/ Mark Schwabero 11/25/2014

**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) Beneficial holdings include 203 shares acquired pursuant to dividend reinvestment in June and September 2014.
- (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:

Option would be forfeited if not exercised on or before 1/30/15.

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.

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