

BRUNSWICK CORP  
Form 4  
December 19, 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 \*  
MCCOY DUSTAN E

(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)  
12/18/2013

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)

CHAIRMAN AND CEO

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 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                    | 12/18/2013                           |  | M                              |   | 283,950   | A  | \$ 17.06  |
| Common Stock                    | 12/18/2013                           |  | D                              |   | 105,912   | D  | \$ 45.7382  |
| Common Stock                    | 12/18/2013                           |  | M                              |   | 180,000   | A  | \$ 33   |
| Common Stock                    | 12/18/2013                           |  | D                              |   | 131,390   | D  | \$ 45.2091  |
| Common Stock                    | 12/18/2013                           |  | S                              |   | 41,860  | D  | \$ 45.2091  |

(1)

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|              |            |   |         |   |                      |             |   |                      |
|--------------|------------|---|---------|---|----------------------|-------------|---|----------------------|
| Common Stock | 12/18/2013 | S | 165,074 | D | \$<br>(2)<br>45.7382 | 435,485     | D |                      |
| Common Stock | 12/19/2013 | M | 283,950 | A | \$ 17.06             | 719,435     | D |                      |
| Common Stock | 12/19/2013 | D | 106,980 | D | \$<br>45.2813        | 612,455     | D |                      |
| Common Stock | 12/19/2013 | S | 165,219 | D | \$<br>(3)<br>45.2813 | 447,236 (4) | D |                      |
| Common Stock |            |   |         |   |                      | 102         | 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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(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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount Number of Shares                               |
| Stock Settled Stock Appreciation Right (5) | \$ 17.06   | 12/18/2013                           |  | M                              | 283,950   | (6) 02/28/2018   | Common Stock 283,950  |
| Stock Settled Stock Appreciation Right (5) | \$ 17.06   | 12/19/2013                           |  | M                              | 283,950   | (6) 02/28/2018   | Common Stock 283,950  |
| Stock Settled Stock Appreciation Right (5) | \$ 33  | 12/18/2013                           |  | M                              | 180,000   | (6) 02/13/2017   | Common Stock 180,000  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| MCCOY DUSTAN E<br>BRUNSWICK CORPORATION<br>1 N FIELD COURT<br>LAKE FOREST, IL 60045 |               |           | CHAIRMAN AND CEO |       |

## Signatures

By: Power of Attorney For: /s/ Dustan E.  
McCoy

12/19/2013

\_\_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 \$45.01 to \$45.40, inclusive.
  - (2) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$45.305 to \$46.205, inclusive.
  - (3) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$45.00 to \$45.91, inclusive.
  - (4) Beneficial holdings include 686 shares acquired pursuant to dividend reinvestment in 2013.
  - (5) Employee Stock-Settled Stock Appreciation Right granted under the 2003 Stock Incentive Plan.
  - (6) One-fourth of the total shares granted may be exercised on each of the first, second, third, and fourth anniversaries following grant date.

### Remarks:

These transactions were 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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