

BRUNSWICK CORP  
Form 4  
February 12, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
**METZGER WILLIAM**

(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)  
**02/10/2014**

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)  
**SR. VICE PRESIDENT AND CFO**

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 or Price                                                                               |                                                          |                                                       |        |   |                      |
| Common Stock                    | 02/10/2014                           |                                                    | F                              |                                                                   | 1,479                                                                                         | D                                                        | \$ 42.09                                              | 70,702 | D |                      |
| Common Stock                    | 02/11/2014                           |                                                    | M                              |                                                                   | 2,000                                                                                         | A                                                        | \$ 38.36                                              | 72,702 | D |                      |
| Common Stock                    | 02/11/2014                           |                                                    | S                              |                                                                   | 2,000                                                                                         | D                                                        | \$ 42.2352                                            | 70,702 | D |                      |
| Common Stock                    |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          |                                                       | 1,085  | I | By Svgs Plan Trustee |

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.

SEC 1474  
(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 |
|---------------------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|
| Non-Qualified Stock Option (right to buy)<br><u>(1)</u> | \$ 38.36                                               | 02/11/2014                           |                                                    | M                              | 2,000                                                                                   | <u>(2)</u> 02/18/2014                                    | Common Stock                                                  | 2,000                      |

## Reporting Owners

| Reporting Owner Name / Address                                                       | Relationships |           |                            |       |
|--------------------------------------------------------------------------------------|---------------|-----------|----------------------------|-------|
|                                                                                      | Director      | 10% Owner | Officer                    | Other |
| METZGER WILLIAM<br>BRUNSWICK CORPORATION<br>1 N FIELD COURT<br>LAKE FOREST, IL 60045 |               |           | SR. VICE PRESIDENT AND CFO |       |

## Signatures

By: Power of Attorney For: /s/ William Metzger 02/12/2014

\_\_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) 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.
- (2) One-fourth of the total shares granted may be exercised on each of the first, second, third, and fourth anniversaries following grant date.

### Remarks:

Edgar Filing: BRUNSWICK CORP - Form 4

Option would be forfeited if not exercised on or before 2/18/14.

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.