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

SECURITIES

OMB APPROVAL OMB

Number:

3235-0287

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obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1 Name and Address of Departing D

MCCOY DUSTAN E			2. Issuer Name and Ticker or Trading Symbol BRUNSWICK CORP [BC]	Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
			(Month/Day/Year)	Director 10% Owner			
BRUNSWICK CORPORATION, 1 N FIELD COURT (Street)			11/25/2014	_X_ Officer (give title Other (speci below) below) CHAIRMAN AND CEO			
			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 FOREST, IL 60045

(City)	(State)	(Zip) Tabl	e I - Non-E	Derivative (Securi	ities Acqu	iired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				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 20,000	(D)	Price \$ 46.12	480,254	D	
Common Stock	11/25/2014		D	18,825	D	\$ 49	461,429	D	
Common Stock	11/25/2014		S	1,175	D	\$ 49.15	460,254 <u>(1)</u>	D	
Common Stock							101	I	By Svgs Plan Trustee
Common Stock							50,467	I	McCoy 1845 Ltd

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

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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 onDerivative 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 Right (2)	\$ 46.12	11/25/2014		M	20,000	<u>(3)</u>	01/31/2015	Common Stock	20,00

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MCCOY DUSTAN E BRUNSWICK CORPORATION 1 N FIELD COURT LAKE FOREST, IL 60045

CHAIRMAN AND CEO

Signatures

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

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 1,938 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:

Reporting Owners 2

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

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