

BRUNSWICK CORP  
Form 4  
July 06, 2017

**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 \*  
**SCHWABERO MARK D**

(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)  
**07/03/2017**

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)

**CHAIRMAN AND CEO**

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                    | 07/03/2017                           |  | M                              |   | 1,804 A \$ 3.71   | 219,799  | D   |
| Common Stock                    | 07/03/2017                           |  | D                              |   | 105 D \$ 63.7171  | 219,694  | D   |
| Common Stock                    | 07/03/2017                           |  | S                              |   | 1,699 D \$ 63.7171 (1)  | 217,995  | D   |
| Common Stock                    | 07/03/2017                           |  | M                              |   | 1,750 A \$ 5.86   | 219,745  | D   |
| Common Stock                    | 07/03/2017                           |  | D                              |   | 160 D \$ 63.7423  | 219,585  | D   |

Common Stock      07/03/2017      S      1,590      D      \$ 63.7423      217,995      D      (2)

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.**

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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 | 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 Settled Stock Appreciation Right <sup>(3)</sup> | \$ 3.71  | 07/03/2017                           |  | M                   | 1,804   | <sup>(4)</sup> 02/09/2019                                | Common Stock  | 1,804                      |
| Stock Settled Stock Appreciation Right <sup>(3)</sup> | \$ 5.86  | 07/03/2017                           |  | M                   | 1,750   | <sup>(4)</sup> 05/12/2019                                | Common Stock  | 1,750                      |

## Reporting Owners

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

## Signatures

By: Power of Attorney For: /s/ Mark Schwabero      07/06/2017

\_\_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 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.76 to \$63.71 inclusive.
- (2) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.77 to \$63.71 inclusive.
- (3) Employee Stock-Settled Stock Appreciation Right granted under the Brunswick Corporation 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.

### 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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