

COLEMAN KRISTIN M

Form 4

January 29, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
COLEMAN KRISTIN M

(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)
01/25/2013

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)
VP, GEN COUNSEL & CORP SEC

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)
Common Stock	01/25/2013		M	37,402	A \$ 6	57,443	D
Common Stock	01/25/2013		D	6,320	D \$ 35.5105	51,123	D
Common Stock	01/25/2013		F	10,582	D \$ 35.5105	40,541	D
Common Stock	01/25/2013		S	20,500	D \$ 35.5105 (1)	20,041	D
Common Stock	01/28/2013		M	98	A \$ 6	20,139	D

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Common Stock	01/28/2013	D	17	D	\$ 36.2359	20,122	D
Common Stock	01/28/2013	F	38	D	\$ 36.2359	20,084	D
Common Stock	01/28/2013	M	30,793	A	\$ 11.08	50,877	D
Common Stock	01/28/2013	D	9,416	D	\$ 36.2359	41,461	D
Common Stock	01/28/2013	F	10,036	D	\$ 36.2359	31,425	D
Common Stock	01/28/2013	S	11,384	D	\$ 36.2359 (2)	20,041	D

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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Appreciation Rights ⁽³⁾	\$ 6	01/25/2013		M	37,402	⁽⁴⁾ 05/20/2019	Common Stock 37,402
Stock Appreciation Rights ⁽³⁾	\$ 6	01/28/2013		M	98	⁽⁴⁾ 05/20/2019	Common Stock 98
Stock Appreciation Rights ⁽³⁾	\$ 11.08	01/28/2013		M	30,793	⁽⁴⁾ 02/09/2020	Common Stock 30,793

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COLEMAN KRISTIN M BRUNSWICK CORPORATION 1 N FIELD COURT LAKE FOREST, IL 60045			VP, GEN COUNSEL & CORP SEC	

Signatures

By: Power of Attorney For: /s/ Kristin M.
Coleman

01/28/2013

__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 \$35.1102 to \$35.7762, inclusive.
 - (2) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$36.02 to \$36.40, inclusive.
 - (3) Employee Stock-Settled Stock Appreciation Right granted under the 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:

Beneficial holdings include 39 shares acquired pursuant to dividend reinvestment in 2012.

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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