

SCHWABERO MARK D

Form 4

June 01, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHWABERO MARK D

(Last) (First) (Middle)

**C/O BRUNSWICK
CORPORATION, 26125 N.
RIVERWOODS BLVD. SUITE 500**

(Street)

METTAWA, IL 60045

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
BRUNSWICK CORP [BC]

3. Date of Earliest Transaction
(Month/Day/Year)
05/30/2018

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 ____ Other (specify
below) 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	05/30/2018		M		15,352	A	\$ 3.71	292,966 ⁽¹⁾	D
Common Stock	05/30/2018		M		16,200	A	\$ 5.86	309,166	D
Common Stock	05/30/2018		F		12,935	D	\$ 64.51	296,231	D
Common Stock	05/30/2018		D		2,355	D	\$ 64.51	293,876	D
Common Stock	05/31/2018		S		16,262	D	\$ 63.5423	277,614	D

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(2)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Settled Stock Appreciation Right ⁽³⁾	\$ 3.71	05/30/2018		M		15,352		⁽⁴⁾	02/09/2019	Common Stock	15,352
Stock Settled Stock Appreciation Right ⁽³⁾	\$ 5.86	05/30/2018		M		16,200		⁽⁴⁾	05/12/2019	Common Stock	16,200

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SCHWABERO MARK D C/O BRUNSWICK CORPORATION 26125 N. RIVERWOODS BLVD. SUITE 500 METTAWA, IL 60045	CHAIRMAN AND CEO

Signatures

By: Power of Attorney For: /s/ Mark
Schwabero

06/01/2018

__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 679 shares acquired pursuant to dividend reinvestment in March, 2018.
- (2) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.21 to \$64.37 inclusive.
- (3) Employee Stock-Settled Stock Appreciation Right granted under the Brunswick Corporation 2003 Stock Incentive Plan.
- (4) Currently all shares are exercisable.

Remarks:

These transactions were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 15, 2018.

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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