BRUNSWICK CORP

Form 4 June 26, 2017

FORM 4

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

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

Form 5 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 Reporting Person * METZGER WILLIAM			2. Issuer Name and Ticker or Trading Symbol BRUNSWICK CORP [BC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)			
BRUNSWICK CORPORATION, 1 N FIELD COURT		ATION, 1	(Month/Day/Year) 06/23/2017	Director 10% Owner Other (specify below) SR. VICE PRESIDENT AND CFO			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
LAKE FORES	T, IL 60045	5	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State) (Zip) Tabl	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	tion Date 2A. Deemed		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common	0.6/0.2/0.4.5		Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Stock	06/23/2017		M	16,884	A	5.86	132,024 (1)	D	
Common Stock	06/23/2017		D	1,583	D	\$ 62.5	130,441	D	
Common Stock	06/23/2017		S	15,301	D	\$ 62.5	115,140	D	
Common Stock							1,117	I	By Svgs Plan Trustee

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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D)	6. Date Exer- Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securitie
	,			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Stock Settled Stock Appreciation	\$ 5.86	06/23/2017		M	16,884	<u>(3)</u>	05/12/2019	Common Stock	16,88

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

METZGER WILLIAM BRUNSWICK CORPORATION 1 N FIELD COURT LAKE FOREST, IL 60045

SR. VICE PRESIDENT AND CFO

Signatures

Right (2)

By: Power of Attorney For: /s/ William
Metzger

06/26/2017

**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) Beneficial holdings include 83 shares acquired pursuant to dividend reinvestment in June, 2017.
- (2) Employee Stock-Settled Stock Appreciation Right granted under the Brunswick Corporation 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:

This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.

Reporting Owners 2

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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.