#### **BRUNSWICK CORP**

Form 4

January 11, 2017

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Pfeifer John C

2. Issuer Name and Ticker or Trading Symbol

30(h) of the Investment Company Act of 1940

Issuer

below)

(Last)

(First) (Middle) **BRUNSWICK CORP [BC]** 3. Date of Earliest Transaction

(Check all applicable)

**BRUNSWICK CORPORATION, 1** 

(Month/Day/Year)

Director 10% Owner Other (specify \_X\_\_ Officer (give title

5. Relationship of Reporting Person(s) to

01/10/2017

PRES MERCURY MARINE

N FIELD COURT

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

LAKE FOREST, IL 60045

(City)	(State)	(Zip) 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. Transactic Code (Instr. 8)	4. Securit ord Dispos (Instr. 3, 4)	ed of (	` ′	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	01/10/2017		M	12,500	A	\$ 5.86	58,463 <u>(1)</u>	D		
Common Stock	01/10/2017		D	1,335	D	\$ 54.8672	57,128	D		
Common Stock	01/10/2017		M	8,750	A	\$ 3.71	65,878	D		
Common Stock	01/10/2017		D	589	D	\$ 55.06	65,289	D		
Common Stock	01/10/2017		S	19,193	D	\$ 54.9486 (2)	46,096	D		

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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 (3)	\$ 5.86	01/10/2017		M	12,500	<u>(4)</u>	05/12/2019	Common Stock	12,50
Stock Settled Stock Appreciation Right (3)	\$ 3.71	01/10/2017		M	8,750	<u>(4)</u>	02/09/2019	Common Stock	8,750

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Pfeifer John C BRUNSWICK CORPORATION 1 N FIELD COURT LAKE FOREST, IL 60045

PRES MERCURY MARINE

## **Signatures**

By: Power of Attorney For: /s/ John

Pfeifer 01/11/2017

\*\*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 308 shares acquired pursuant to dividend reinvestment in March, June and September, 2016.

Reporting Owners 2

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- (2) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$54.50 to \$55.50 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:**

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. 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.