

SCHWABERO MARK D  
Form 4  
June 01, 2018

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

OMB APPROVAL

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**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

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)  
C/O BRUNSWICK CORPORATION, 26125 N. RIVERWOODS BLVD. SUITE 500  
(Street)

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

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
CHAIRMAN AND CEO

METTAWA, IL 60045

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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. 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 Ownership (Instr. 4) |            |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|---|--------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|------------|
|                                 |                                      |                                                    |                                | Code                                                              | V | Amount |                                                                                               |                                                          |                                   | (A) or (D) |
| Common Stock                    | 05/30/2018                           |                                                    | M                              |                                                                   |   | 15,352 | A                                                                                             | \$ 3.71                                                  | 292,966 <sup>(1)</sup>            | 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          |

(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 of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|-------------------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|
| Stock Settled Stock Appreciation Right <sup>(3)</sup> | \$ 3.71                                                | 05/30/2018                           |                                                    | M                              | 15,352                                                                                  | <sup>(4)</sup> 02/09/2019                                | Common Stock                                                  | 15,352                     |
| Stock Settled Stock Appreciation Right <sup>(3)</sup> | \$ 5.86                                                | 05/30/2018                           |                                                    | M                              | 16,200                                                                                  | <sup>(4)</sup> 05/12/2019                                | Common Stock                                                  | 16,200                     |

## Reporting Owners

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