

DEBAETS DAVID G
Form 4
February 23, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DEBAETS DAVID G

2. Issuer Name and Ticker or Trading Symbol
BRIGGS & STRATTON CORP
[BGG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
12301 WEST WIRTH STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/22/2006

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Vice President

WAUWATOSA, WI 532222110

(City) (State) (Zip)

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

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) Price			
Common Stock	02/22/2006		M	9,024 A \$ 24.6	10,163	D	
Common Stock	02/22/2006		S	9,024 D \$ 0	1,139	D	
Common Stock					3,002	I	By 401(k) (1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control

SEC 1474
(9-02)

number.

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
Employee Stock Options (rights to buy)	\$ 24.6	02/22/2006		M	9,024	08/07/2004 08/07/2008	Common Stock 9,024
Deferred Stock	\$ 0 ⁽²⁾					08/16/2010 ⁽³⁾	Common Stock 1,152
Employee Stock Options (rights to buy)	\$ 23.35					08/13/2005 08/13/2009	Common Stock 18,820
Employee Stock Options (rights to buy)	\$ 38.83					08/16/2008 08/16/2010	Common Stock 9,386
Employee Stock Options (rights to buy)	\$ 30.44					08/15/2006 08/15/2013	Common Stock 33,840
Employee Stock Options (rights to buy)	\$ 36.68					08/13/2007 08/13/2014	Common Stock 35,680

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

2

Edgar Filing: DEBAETS DAVID G - Form 4

Director 10% Owner Officer Other

DEBAETS DAVID G
12301 WEST WIRTH STREET
WAUWATOSA, WI 532222110

Vice President

Signatures

By: Robert F. Heath/for 02/23/2006

__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) As of Quarterly Statement 12/31/05
 - (2) Converts on a one to one basis.
 - (3) Vested shares will be delivered to the reporting person on 8/16/2010

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.