

LOCKRIDGE B RUSSELL
Form 4
January 29, 2013

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 *
LOCKRIDGE B RUSSELL

(Last) (First) (Middle)

BRUNSWICK CORPORATION, 1
N FIELD COURT

(Street)

LAKE FOREST, IL 60045

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2013

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 below) ___ Other (specify below)
VP & CHIEF HUMAN RES OFFICER

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	(D)	Price
Common Stock	01/25/2013		M		66,300	A	\$ 17.06
Common Stock	01/25/2013		D		31,578	D	\$ 35.8195
Common Stock	01/25/2013		F		16,302	D	\$ 35.8195
Common Stock	01/25/2013		M		7,000	A	\$ 21.52
Common Stock	01/25/2013		D		4,206	D	\$ 35.8195

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Common Stock	01/25/2013	F	1,312	D	\$ 35.8195	72,707	D
Common Stock	01/25/2013	M	31,000	A	\$ 11.08	103,707	D
Common Stock	01/25/2013	D	9,590	D	\$ 35.8195	94,117	D
Common Stock	01/25/2013	F	10,052	D	\$ 35.8195	84,065	D
Common Stock	01/25/2013	M	26,250	A	\$ 3.71	110,315	D
Common Stock	01/25/2013	D	2,719	D	\$ 35.8195	107,596	D
Common Stock	01/25/2013	F	11,047	D	\$ 35.8195	96,549	D
Common Stock	01/25/2013	M	3,500	A	\$ 21.83	100,049	D
Common Stock	01/25/2013	S	70,919	D	\$ 35.8195 <u>(1)</u>	29,130	D
Common Stock	01/25/2013	M	45,000	A	\$ 5.86	74,130	D
Common Stock	01/25/2013	D	7,362	D	\$ 35.8195	66,768	D
Common Stock	01/25/2013	F	13,697	D	\$ 35.8195	53,071	D
Common Stock	01/28/2013	S	266	D	\$ 36.27	52,805	D

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 Security (Instr. 3 and 4)
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- (3) One-fourth of the total shares granted may be exercised on each of the first, second, third, and fourth anniversaries following grant date.
- (4) Employee Stock-Settled Stock Appreciation Right granted under the 2003 Stock Incentive Plan.

Remarks:

Beneficial holdings include 100 shares acquired pursuant to dividend reinvestment in 2012.

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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