

HAMILTON PETER B  
Form 4  
February 03, 2011

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

OMB APPROVAL

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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 \*  
HAMILTON PETER B

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)  
BRUNSWICK CORPORATION, 1  
N FIELD COURT

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/01/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SR VP & CFO

(Street)  
LAKE FOREST, 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

**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  | (A) or (D)   | Price   |
| Common Stock                    | 02/01/2011                           |  | M                              |   | 44,800  | A  | \$ 19.92  |
|                                 |                                      |  |                                |   |   |  | 147,277   |
| Common Stock                    | 02/01/2011                           |  | S                              |   | 44,800  | D  | \$ 20.4585  |
|                                 |                                      |  |                                |   |   |  | 102,477   |
|                                 |                                      |  |                                |   |   |  | (1)   |
| Common Stock                    | 02/03/2011                           |  | M                              |   | 23,000  | A  | \$ 19.92  |
|                                 |                                      |  |                                |   |   |  | 125,477   |
| Common Stock                    | 02/03/2011                           |  | S                              |   | 23,000  | D  | \$ 20.429   |
|                                 |                                      |  |                                |   |   |  | 102,477   |
|                                 |                                      |  |                                |   |   |  | (2)   |
| Common Stock                    | 02/03/2011                           |  | M                              |   | 22,000  | A  | \$ 19.92  |
|                                 |                                      |  |                                |   |   |  | 124,477   |

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|              |            |   |        |   |                      |         |   |                          |
|--------------|------------|---|--------|---|----------------------|---------|---|--------------------------|
| Common Stock | 02/03/2011 | S | 22,000 | D | \$<br>20.3003<br>(2) | 102,477 | D |                          |
| Common Stock |            |   |        |   |                      | 10,700  | I | By Family<br>Partnership |

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 number.**

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 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      |
| Non-Qualified Stock Option (right to buy)<br>(3) | \$ 19.92   | 02/01/2011                           |  | M                              | 44,800  | (4) 02/06/2011   | Common Stock  | 44,800                     |
| Non-Qualified Stock Option (right to buy)<br>(3) | \$ 19.92   | 02/03/2011                           |  | M                              | 23,000  | (4) 02/06/2011   | Common Stock  | 23,000                     |
| Non-Qualified Stock Option (right to buy)<br>(3) | \$ 19.92   | 02/03/2011                           |  | M                              | 22,000  | (4) 02/06/2011   | Common Stock  | 22,000                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                |       |
|---|---------------|-----------|----------------|-------|
|   | Director      | 10% Owner | Officer        | Other |
| HAMILTON PETER B<br>BRUNSWICK CORPORATION<br>1 N FIELD COURT<br>LAKE FOREST, IL 60045 |               |           | SR VP<br>& CFO |       |

## Signatures

By: Power of Attorney For: /s/ Peter  
Hamilton

02/03/2011

\_\_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) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.42 to \$20.505, inclusive.
- (2) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.29 to \$20.47, inclusive.
- (3) Employee Stock Option granted under the 1991 Stock Plan with right to have shares withheld or to deliver previously acquired shares to pay income taxes on exercise of option.
- (4) Currently all shares are exercisable.

### Remarks:

Option would be forfeited if not exercised prior to 2/6/2011.

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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