

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

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

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy) (3)	\$ 19.92	02/01/2011		M	44,800	(4) 02/06/2011	Common Stock	44,800	
Non-Qualified Stock Option (right to buy) (3)	\$ 19.92	02/03/2011		M	23,000	(4) 02/06/2011	Common Stock	23,000	
Non-Qualified Stock Option (right to buy) (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 BRUNSWICK CORPORATION 1 N FIELD COURT LAKE FOREST, IL 60045			SR VP & 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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