

Hardie Warren N  
Form 4  
May 14, 2010

# 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 \*  
Hardie Warren N

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)  
05/12/2010

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

VP & PRES BOWLING & BILLIARDS

(Street)

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

LAKE FOREST, IL 60045

(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 or Price		
Common Stock	05/12/2010		M		5,000 A \$ 3.71	28,390.258	D
Common Stock	05/12/2010		D		826 D \$ 22.48	27,564.258	D
Common Stock	05/12/2010		F		1,229 D \$ 22.48	26,335.258	D
Common Stock	05/12/2010		M		16,250 A \$ 5.86	42,585.258	D
Common Stock	05/12/2010		D		4,236 D \$ 22.48	38,349.258	D

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Common Stock     05/12/2010     F     3,538     D     \$ 22.48     34,811.258     D

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

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**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
Stock Appreciation Rights <sup>(1)</sup>	\$ 3.71	05/12/2010		M	5,000	<u>(2)</u> 02/09/2019	Common Stock     5,000
Stock Appreciation Rights <sup>(1)</sup>	\$ 5.86	05/12/2010		M	16,250	<u>(3)</u> 05/12/2019	Common Stock     16,250

**Reporting Owners**

Reporting Owner Name / Address	Relationships
	Director     10% Owner     Officer     Other
Hardie Warren N BRUNSWICK CORPORATION 1 N FIELD COURT LAKE FOREST, IL 60045	VP & PRES BOWLING & BILLIARDS

**Signatures**

By: Power of Attorney For: /s/ Warren Hardie     05/14/2010

\*\*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).

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- (1) Employee Stock-Settled Stock Appreciation Right granted under the 2003 Stock Incentive Plan.
- (2) One-fourth of the total shares granted may be exercised on each of the first, second, third, and fourth anniversaries following February 9, 2009.
- (3) One-fourth of the total shares granted may be exercised on each of the first, second, third, and fourth anniversaries following May 12, 2009.

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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