

Subject: Whistleblower Policy	Policy Number: E.02.03
Department Name: Corporate Law Department	Page: 1 of 5
Original Issue Date: April 28, 2004	Revision Date: July 26, 2011
Policy Owner: Vice President & General Counsel	Policy Contact Person: Chris Dekker chris.dekker@brunswick.com

Purpose

Brunswick Corporation (the “*Company*”) is committed to conducting its business in accordance with high ethical standards, promoting integrity among its employees and complying with applicable laws, rules and regulations. This Policy sets forth the Company’s expectations regarding the reporting of illegal or unethical behavior within the Company.

Applicability

This Policy applies to all of the Company’s directors, officers and employees.

Definitions

- A. ***Employee:*** any Company director, officer or employee
- B. ***Governance Committee:*** the Nominating and Corporate Governance Committee of the Company’s Board of Directors
- C. ***Reportable Activity:*** activity by any Employee or independent contractor that, to the Employee’s knowledge, constitutes or may constitute:
 - 1. Corporate, accounting or financial fraud;
 - 2. Unethical business conduct in violation of any Company policy;
 - 3. Violations of federal, state, local or international law;
 - 4. Questionable auditing matters or weak financial controls; or
 - 5. Substantial and specific danger to public health and safety.

Policy

- A. Reporting Responsibilities
 - 1. Employees must report any and all Reportable Activity or evidence of Reportable Activity.
 - 2. In most cases, an Employee’s supervisor is in the best position to address a concern regarding Reportable Activity. However, if an Employee is not comfortable speaking with his or her supervisor, or is not satisfied with the supervisor’s response, the Employee is encouraged to make a report using any of the following options:
 - a. Complete the Report Form attached as **EXHIBIT A**, and submit it to Brunswick’s Ethics Office or the Governance Committee;..
 - b. Call one of the Company’s toll-free U.S. (877.684.5252) or international Ethics Help Lines (numbers listed in the Ethics Program Guide or at www.brunswick.com);
 - c. Speak with a local Ethics Counselor;

- d. Make a report online at <https://www.compliancehelpline.com/BCEthicsReporting.jsp>;
 - e. Contact the Ethics Office in person, by mail (1 N. Field Court, Lake Forest, IL 60045), telephone (847.735.4318), email (ethics.advisory@brunswick.com) or fax (847.735.4388);
or
 - f. Contact the Company's General Counsel at 847.735.4311.
3. Supervisors and managers must notify the Ethics Office or the Governance Committee of any report of Reportable Activity.

B. No Retaliation

1. This Policy is intended to encourage and enable Employees and others to raise serious concerns within the Company. The Company prohibits retaliation, including harassment, termination, other adverse action or the threat of adverse action, for reporting Reportable Activity in good faith.
2. Employees must act in good faith and have reasonable grounds for believing the information they report under this Policy is accurate. Any allegations that prove unsubstantiated and which are made maliciously and not in good faith will be viewed as conduct warranting discipline, up to and including termination of employment.

C. Federal Anti-Fraud and Securities Laws

1. The Company further prohibits retaliation for good faith filing, testifying, participating in, providing information or otherwise assisting in a proceeding or investigation related to Reportable Activity, including but not limited to:
 - a. A federal regulatory authority (such as the Securities and Exchange Commission) or law enforcement agency (such as the FBI);
 - b. Any member or committee of Congress;
 - c. Any person with supervisory authority over an Employee; or
 - d. Any person with authority to investigate, discover or terminate conduct of the Company that the reporting individual believes constitutes Reportable Activity.

D. Confidentiality of Reports

The Company will treat all reports made under this Policy as confidential to the fullest extent possible, consistent with the need for a full and fair investigation and, if necessary, corrective action, unless there is an overriding reason for identifying the reporter or disclosure of the reporter's identity is required by law.

E. Investigation and Resolution of Reports

1. Brunswick's Ethics Office is generally responsible for investigating and resolving or overseeing investigation and resolution of reports made under this Policy, as appropriate, and shall advise the Company's management and/or the Governance Committee of complaint(s) and the results of any such related investigation(s).
2. The Ethics Office has direct access to the Governance Committee and shall periodically advise the Governance Committee regarding investigation and resolution of reports of Reportable Activity.

All Employees are bound by the requirements and standards set forth in this Policy, and any violation of this Policy may subject Employees to disciplinary action, up to and including termination of employment.

Exceptions

N/A

Related Documents

A. Making the Right Choice – The Brunswick Guide to Conduct in the Workplace – E.02.04

Exhibits

Exhibit A (Whistleblower Policy Report Form) attached

Revisions, Dates and Author

- A. April 28, 2004 – Original Policy – Marschall Smith, General Counsel
- B. July 1, 2006 – Superseded – Teresa Fiocchi, Ethics and Compliance Manager
- C. July 1, 2007 – Superseded – Jared Schensky, Chief Ethics and Compliance Officer
- D. July 21, 2008 – Superseded – Kelly Kaiser, Chief Ethics and Compliance Officer
- E. June 23, 2009 – Superseded – Kelly Kaiser, Chief Ethics and Compliance Officer
- F. July 19, 2010 – Superseded – Chris Dekker, Associate General Counsel
- G. July 26, 2011 - Superseded - Chris Dekker, Associate General Counsel

BRUNSWICK CORPORATION
WHISTLEBLOWER POLICY
REPORT FORM

Your Name: _____
(Reports may be made
anonymously)
Division/Department: _____
Supervisor: _____
Telephone: _____
E-mail: _____

Describe Reportable Activity: _____

Date you became aware of Reportable Activity: _____, 20__ _____

Reportable Activity is: Ongoing Completed Unclear whether
 _____ _____ _____ongoing or completed

Division/Department suspected of Reportable Activity: _____

Individual(s) suspected of Reportable Activity: _____

How did you become aware of the Reportable Activity? _____

Describe any steps you took prior to completing this Report Form (e.g., informed supervisor): _____

Who, if anyone, may be harmed or affected by the Reportable Activity? _____

If possible, estimate the amount of loss to the Company as a result of the Reportable Activity:
Actual: _____ Potential: _____

Please provide any suggestions for remedying the Reportable Activity: _____

Do you wish to be contacted by the Ethics Office or the Internal Audit Department regarding the status of the investigation?

_____ Yes

_____ No

Once completed, this form should be returned to the Brunswick Ethics Office or the Governance Committee via email at corporate.secretary@brunswick.com.

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