

# 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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|  |  |  |   |  |  |  |  |  |
|--|--|--|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person *<br><b>TOMPKINS DALE</b>        |  |  | 2. Issuer Name and Ticker or Trading Symbol<br><b>BRUNSWICK CORP [BC]</b>               |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director _____ 10% Owner _____<br><input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____<br><b>VP STRATEGY &amp; CORPORATE DEV</b> |  |  |
| (Last) (First) (Middle)<br><b>BRUNSWICK CORPORATION, 1 N FIELD COURT</b> |  |  | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>08/13/2004</b>                   |  |  |  |  |  |
| (Street)<br><b>LAKE FOREST, IL 60045</b>                                 |  |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                                    |  |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |  |  |
| (City) (State) (Zip)   |  |  | <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |  |  |  |  |  |

| 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                    | 08/13/2004                           |  | M                              |   | 1,500   | A          | \$ 19.92   | 9,901   | D  |   |
| Common Stock                    | 08/13/2004                           |  | S                              |   | 1,500   | D          | \$ 36.74   | 8,401   | D  |   |
| Common Stock                    | 08/13/2004                           |  | M                              |   | 500   | A          | \$ 17.5625 | 8,901   | D  |   |
| Common Stock                    | 08/13/2004                           |  | S                              |   | 500   | D          | \$ 36.74   | 8,401   | D  |   |
| Common Stock                    | 08/13/2004                           |  | M                              |   | 1,200   | A          | \$ 20.62   | 9,601   | D  |   |
| Common Stock                    | 08/13/2004                           |  | S                              |   | 1,200   | D          | \$ 36.76   | 8,401   | D  |   |
| Common Stock                    | 08/13/2004                           |  | M                              |   | 900   | A          | \$ 20.62   | 9,301   | D  |   |
| Common Stock                    | 08/13/2004                           |  | S                              |   | 900   | D          | \$ 36.81   | 8,401   | D  |   |
| Common Stock                    | 08/13/2004                           |  | M                              |   | 400   | A          | \$ 20.62   | 8,801   | D  |   |
| Common Stock                    | 08/13/2004                           |  | S                              |   | 400   | D          | \$ 36.80   | 8,401   | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |            | 75  | I  | By ESOP Trustee                                       |

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 Securities (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--------------------------------------|--|--------------------------------|---|---|-------|--|-----------------|---|----------------------------|--|--|--|--|
|   |  |                                      |  | Code                           | V | (A)   | (D)   | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |
| Non-Qualified Stock Option (right to buy) (u) | \$ 17.5625   | 08/13/2004                           |  | M                              |   |   | 500   | (u)  | 11/27/2010      | Common Stock  | 500                        | \$ 0                                       | 500  | D  |  |
| Non-Qualified Stock Option (right to buy) (u) | \$ 19.92   | 08/13/2004                           |  | M                              |   |   | 1,500 | (u)  | 02/06/2011      | Common Stock  | 1,500                      | \$ 0                                       | 1,500  | D  |  |
| Non-Qualified Stock                           | \$ 20.62   | 08/13/2004                           |  | M                              |   |   | 1,200 | (u)  | 01/02/2013      | Common  | 1,200                      | \$ 0                                       | 8,800  | D  |  |

|   |          |            |  |   |  |  |     |     |            |                 |     |      |       |   |  |
|---|----------|------------|--|---|--|--|-----|-----|------------|-----------------|-----|------|-------|---|--|
| Option<br>(right to<br>buy) (1)                               |          |            |  |   |  |  |     |     |            | Stock           |     |      |       |   |  |
| Non-<br>Qualified<br>Stock<br>Option<br>(right to<br>buy) (1) | \$ 20.62 | 08/13/2004 |  | M |  |  | 900 | (2) | 01/02/2013 | Common<br>Stock | 900 | \$ 0 | 7,900 | D |  |
| Non-<br>Qualified<br>Stock<br>Option<br>(right to<br>buy) (1) | \$ 20.62 | 08/13/2004 |  | M |  |  | 400 | (2) | 01/02/2013 | Common<br>Stock | 400 | \$ 0 | 7,500 | D |  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                             |       |
|--|---------------|-----------|-----------------------------|-------|
|  | Director      | 10% Owner | Officer                     | Other |
| TOMPKINS DALE<br>BRUNSWICK CORPORATION<br>1 N FIELD COURT<br>LAKE FOREST, IL 60045 |               |           | VP STRATEGY & CORPORATE DEV |       |

## Signatures

|  |  |                     |
|--|--|---------------------|
| By: Power of Attorney For: /s/ Dale Tompkins |  | 08/16/2004          |
| <small>Signature of Reporting Person</small> |  | <small>Date</small> |

## 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) 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.

(2) One-fourth of the total shares granted may be exercised on each of the first, second, third, and fourth anniversaries following grant date.

### Remarks:

11 shares were acquired pursuant to the Brunswick Employee Stock Ownership Plan held directly by the ESOP trustee in July, 2004.

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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