



# Brunswick Corporation

BC NYSE

Leisure Products

Market Capitalization USD:

**\$1,250.63 mm**

## CONCERN LEVEL: **LOW**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

**CEO: Dustan E. McCoy**

**Age: 62**

**CEO Since: 2005**

	2009	2010	2011
<b>Base Salary</b>	\$878,123	\$906,000	\$938,154
<b>Discretionary Bonus</b>	\$0	\$0	\$0
<b>Annual Cash Incentive</b>	\$1,459,000	\$1,460,000	\$2,211,000
<b>Benefits and Perquisites</b>	\$102,247	\$223,673	\$313,547
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$2,439,370</b>	<b>\$2,589,673</b>	<b>\$3,462,701</b>
<b>Increase in Post-Retirement Benefits</b>	\$14,580	\$18,617	\$37,948
<b>Stock Option Awards</b>	\$2,468,025	\$3,227,116	\$2,945,790
<b>Stock Awards</b>	\$0	\$780,032	\$1,170,688
<b>TOTAL COMPENSATION</b>	<b>\$4,921,975</b>	<b>\$6,615,438</b>	<b>\$7,617,127</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$1,383,859	\$1,689,184	\$2,048,127
<b>Value Realized on Exercise of Stock Option</b>	\$0	\$0	\$0
<b>Value Realized on Vesting of Stock</b>	\$319,456	\$1,009,794	\$1,169,755
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$319,456</b>	<b>\$1,009,794</b>	<b>\$1,169,755</b>

Proxy Date: 22 Mar 2012

Annual Meeting Date: 2 May 2012

Equity Reserves:

Stock Option Run Rate: 2.24%

# Brunswick Corporation

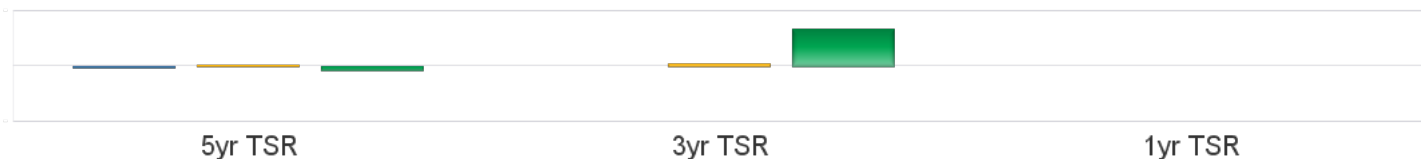
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## Performance Comparison

■ S&P500 ■ Industry ■ BC



## Peer Comparisons (TRBC) =Leisure Products

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
BC	Brunswick Corporation	\$4,921,975	\$6,615,438	\$7,617,127	\$1,250,634,902
PII	Polaris Industries Inc.	\$1,948,514	\$3,621,783	\$7,227,350	\$3,454,515,346
SFLY	Shutterfly, Inc.	\$2,579,476	\$5,198,311		\$1,427,514,994
POOL	Pool Corporation	\$1,595,816	\$2,064,413	\$2,739,329	\$1,264,457,923
THO	Thor Industries, Inc.	\$0	\$834,471		\$1,214,706,221
BYI	Bally Technologies, Inc.	\$3,212,551	\$2,654,873		\$1,196,643,940
JAKK	JAKKS Pacific, Inc.	\$1,120,250	\$4,409,900		\$515,414,815

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

### Pay Peer Group

BorgWarner, Briggs & Stratton, Cooper Industries, Crane, Curtiss-Wright, Dana Holding, Flowserve Corp, Gardner Denver, Harley-Davidson, Hasbro, Jarden Corp, Leggett & Platt, Mattel, Polaris Industries, Snap-On Tools, SPX Corp, Tenneco, Timken.

### Performance Peer Group

Global Industry Classification Standard (GICS) "Leisure Products" sub-industry.

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Graham H. Phillips	Chairman	73	Male	10	Outside Related
Anne E. Bélec	Member	49	Female	4	Outside
J. Steven Whisler	Member	57	Male	5	Outside
Manuel A. Fernandez	Member	65	Male	15	Outside Related

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