

Brown George Garvin IV
Form 4
July 30, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Brown George Garvin IV

2. Issuer Name **and** Ticker or Trading
Symbol
BROWN FORMAN CORP
[BFA/BFB]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

850 DIXIE HWY

(Street)

LOUISVILLE, KY 40210

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
07/26/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Executive Vice President

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)
			Code	V	Amount (A) or (D)	Price	
Class A Common					120,000	D	
Class A Common					402,155	I	GGB4 2012 LLC
Class A Common					2,642,357	I	CBGB LLC
Class A Common					34,767	I	Trust u/a FBO Geo. Garvin Brown IV
					353,036	I	

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Class A Common				GGB4 2010#1 LLC
Class A Common	3,419	I		Crumney Trust
Class A Common	1,271	I		By Spouse
Class A Common	14	I		By G. Garvin Brown III estate
Class B Common	148,189	D		
Class B Common	19,229	I		GGB4 2012 LLC
Class B Common	360,589	I		CBGB, LLC
Class B Common	10,792	I		Trust u/a FBO Geo. Garvin Brown IV
Class B Common	52,200	I		GGB4 2010 #2 LLC
Class B Common	1,513	I		Crumney Trust
Class B Common	7,026.44 ⁽¹⁾	I		401(k) Plan
Class B Common	1,831	I		By G. Garvin Brown III estate

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

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Non-Qualified Stock Option (right to buy)	\$ 30.18						05/01/2006	04/30/2013	Class B Common	1,100	
Non-Qualified Stock Option (right to buy)	\$ 35.83						05/01/2007	04/30/2014	Class B Common	1,900	
Stock Appreciation Right	\$ 45.53						05/01/2008	04/30/2015	Class B Common	67,000	
Stock Appreciation Right	\$ 55.69						05/01/2009	04/30/2016	Class B Common	92,000	
Stock Appreciation Right	\$ 53.8						05/01/2010	04/30/2017	Class B Common	1,000,000	
Stock Appreciation Right	\$ 56.58						05/01/2011	07/24/2018	Class B Common	96,000	
Stock Appreciation Right	\$ 43.1						05/01/2012	04/30/2019	Class B Common	2,900,000	
Restricted Stock Unit	(2)						(3)	(3)	Class B Common	54,000	
Restricted Stock Unit	(2)						(4)	(4)	Class B Common	2,000,000	
Deferred Stock Unit	(5)	07/26/2012	A		1,960		(6)	(6)	Class B Common	1,960	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown George Garvin IV 850 DIXIE HWY	X		Executive Vice President	

LOUISVILLE, KY 40210

Signatures

Diane M. Barhorst, Atty. in Fact for George Garvin
Brown IV

07/30/2012

__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) Number of shares the reporting person has acquired under the Brown-Forman 401(k) plan as of July 26, 2012.
- (2) Each restricted stock unit represents a contingent right to receive one share of Brown-Forman Class B common stock.
- (3) The restricted stock units vest April 30, 2014.
- (4) The restricted stock units vest April 30, 2015.

- Under the Brown-Forman Corporation Non-Employee Director Deferred Stock Unit Program each DSU represents the right to receive
- (5) one share of the Company's Class B common stock. This grant made on July 26, 2012, was based on the closing price of the Company's Class B common stock on that date (\$93.54). On each dividend payment date, participants are credited with DSU equivalents.
 - (6) Annual grants of DSUs vest over the course of the Board year. DSUs are paid out in class B common stock on the first February 1 that is at least six months following the Director's termination from Board service.

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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