Brown J McCauley
Form 4
August 24, 2012

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 *
Brown J McCauley

(Last) (First) (Middle)

850 DIXIE HIGHWAY

(Street)

LOUISVILLE, KY 40210

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
07/13/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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								17,854	D	
Class A Common								548,926	I	By Brown Ventures, LLC
Class A Common								28,000	I	By MAE LLC
Class A Common								231,933	I	By GRAT
Class A Common								32,081	I	By JMB Irrev Trust

Class A Common						2,584.692	I	By children
Class A Common						30,172	I	By Spouse
Class B Common	07/13/2012	M	1,375	A	$ 35.83	46,385	D	
Class B Common	07/13/2012	F	810	D	$ 95.67	45,575	D	
Class B Common	07/13/2012	M	1,189	A	$ 45.53	46,764	D	
Class B Common	07/13/2012	F	780	D	$ 95.67	45,984	D	
Class B Common	07/13/2012	M	2,564	A	$ 55.69	48,548	D	
Class B Common	07/13/2012	F	1,860	D	$ 95.67	46,688	D	
Class B Common	07/13/2012	M	2,936	A	$ 53.8	49,624	D	
Class B Common	07/13/2012	F	2,091	D	$ 95.67	47,533	D	
Class B Common	07/13/2012	M	2,696	A	$ 56.58	50,229	D	
Class B Common	07/13/2012	F	1,972	D	$ 95.67	48,257	D	
Class B Common	07/13/2012	S	3,247	D	$ 96.558 (1)	45,010	D	
Class B Common						137,231	I	By Brown Ventures, LLC
Class B Common						3,775.696 (2)	I	BF 401(k) Plan
Class B Common						393	I	By Children
Class B Common						7,543	I	By Spouse

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 Amour Underlying Securit (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Non-Qualified Stock Option (right to buy)	$ 35.83	07/13/2012		M			1,375	05/01/2007	04/30/2014	Class B Common	1,3
Stock Appreciation Right	$ 45.53	07/13/2012		M			1,189	05/01/2008	04/30/2015	Class B Common	1,1
Stock Appreciation Right	$ 55.69	07/13/2012		M			2,564	05/01/2009	04/30/2016	Class B Common	2,5
Stock Appreciation Right	$ 53.8	07/13/2012		M			2,936	05/01/2010	04/30/2017	Class B Common	2,9
Stock Appreciation Right	$ 56.58	07/13/2012		M			2,696	05/01/2011	04/30/2018	Class B Common	2,6
Restricted Stock Unit	[3]							[4]	[4]	Class B Common	81
Restricted Stock Uniit	[3]							[5]	[5]	Class B Common	57
Restricted Stock Unit	[3]							[6]	[6]	Class B Common	48

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown J McCauley 850 DIXIE HIGHWAY LOUISVILLE, KY 40210		X		

Signatures

Diane M. Barhorst, Atty. in Fact for J. McCauley Brown | 08/24/2012

**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) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from $96.37 to $96.75 , inclusive. The reporting person undertakes to provide to Brown-Forman Corporation, any security holder of Brown-Forman Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote (1) to this Form 4.

(2) Number of shares the reporting person has acquired under the Brown-Forman 401(k) plan as of July 26, 2012.

(3) Each Restricted Stock Unit represents a contingent right to receive one share of Brown-Forman Class B common stock.

(4) The Restricted Stock Units were granted July 23, 2009, and vest April 30, 2013.

(5) The Restricted Stock Units were granted on July 22, 2010, and vest April 30, 2014.

(6) The Restricted Stock Units were granted on July 28, 2011, and vest April 30, 2015.

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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