

BERG DONALD C
Form 4
December 10, 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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
BERG DONALD C

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 HIGHWAY
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/06/2012

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Chief Financial Officer

LOUISVILLE, KY 40210

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
Class A Common				(A) or (D)	22,605	D	
Class B Common	12/06/2012		M	7,037 A	\$ 23.89	52,613	D
Class B Common	12/06/2012		F ⁽¹⁾	4,454 D	\$ 68.43	48,159	D
Class B Common					3,962.16 ⁽²⁾	I	By 401(k) Plan

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 (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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 23.89	12/06/2012		M	7,037	05/01/2007	04/30/2014	Class B Common	7,037
Stock Appreciation Right	\$ 30.36					05/01/2008	04/30/2015	Class B Common	19,800
Stock Appreciation Right	\$ 37.13					05/01/2009	04/30/2016	Class B Common	15,300
Stock Appreciation Right	\$ 35.87					05/01/2010	04/30/2017	Class B Common	17,000
Stock Appreciation Right	\$ 37.72					05/01/2011	04/30/2018	Class B Common	20,000
Stock Appreciation Right	\$ 28.74					05/01/2012	04/30/2019	Class B Common	33,800
Stock Appreciation Right	\$ 40.83					05/01/2013	04/30/2020	Class B Common	18,500
Stock Appreciation Right	\$ 49.3					05/01/2014	04/30/2021	Class B Common	19,000
Stock Appreciation Right	\$ 62.36					05/01/2015	04/30/2022	Class B Common	25,800

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERG DONALD C 850 DIXIE HIGHWAY LOUISVILLE, KY 40210			Chief Financial Officer	

Signatures

Diane M. Barhorst, Attorney in Fact for Donald C. Berg	12/10/2012
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__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 closing prices of BF-B (\$68.43) on December 5, 2012 was used to calculate the tax withholding obligation.

(2) Number of shares the reporting person has acquired under the Brown-Forman 401(k) plan as of December 6, 2012.

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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