STUBBS DACE BROWN
Form 4
January 02, 2013

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 *
STUBBS DACE BROWN

(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)
07/12/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 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	07/12/2012		G (1)	V	60,495	D	$ 0	271,995.7	D	
Class A Common	07/12/2012		G (1)	V	60,495	A	$ 0	60,495	I	SMPL 2012 Partnership
Class A Common	12/24/2012		G (1)	V	175,000	D	$ 0	96,995.7	D	
Class A Common	12/24/2012		G (1)	V	175,000	D	$ 0	235,495	I	SMPL 2012 Partnership
Class A Common	12/28/2012		J (2)		233,140	D	(2)	235,495	I	SMPL 2012 Partnership

Class A Common	12/28/2012		J[(2)](#)		233,140	A	(2)	235,495	I	SMPL 2012 Partnership
Class A Common								2,379.1	I	Albrecht Trust
Class A Common								1,758.7	I	GGB Trust
Class A Common								3,882,267	I	Log House 2011 LP
Class B Common	12/24/2012		G(3)	V	175,000	D	$ 0	306,951.5	D	
Class B Common	12/24/2012		G(3)	V	175,000	A	$ 0	175,000	I	WKS Partnership
Class B Common	12/24/2012		G(3)	V	1,750	A	$ 0	175,000	I	WKS Partnership
Class B Common	12/24/2012		G(3)	V	1,750	A	$ 0	175,000	I	WKS Partnership
Class B Common	12/31/2012		J(4)		173,250	D	(4)	175,000	I	WKS Partnership
Class B Common	12/31/2012		J(4)		173,250	A	(4)	175,000	I	WKS Partnership
Class B Common								577,566	I	Log House 2011 LP

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 Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
								05/01/2003	04/30/2013		6,253

Non-Qualified Stock Option (right to buy)	$ 18.94 (7)			Class B Common	
Non-Qualified Stock Option (right to buy)	$ 22.49 (7)	07/22/2004	04/30/2014	Class B Common	4,867 (
Stock Appreciation Rights	$ 28.58 (7)	07/28/2005	04/30/2015	Class B Common	5,658 (
Stock Appreciation Right	$ 34.95 (7)	07/27/2006	04/30/2016	Class B Common	4,819 (
Stock Appreciation Right	$ 33.76 (7)	07/26/2007	04/30/2017	Class B Common	5,987 (
Stock Appreciation Right	$ 35.51 (7)	07/24/2008	04/30/2018	Class B Common	5,495 (
Stock Appreciation Right	$ 27.05 (7)	07/23/2009	04/30/2019	Class B Common	6,752 (
Deferred Stock Units	(5)	(6)	(6)	Class B Common	3,306.9 (7)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STUBBS DACE BROWN 850 DIXIE HIGHWAY LOUISVILLE, KY 40210	X			

Signatures

Diane M. Barhorst, Attorney-in-Fact for Dace Brown Stubbs	01/02/2013
**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) On 7/12/2012 and 12/24/2012, the reporting person transferred shares to SMPL 2012 Partnership, of which the reporting person and a family trust are partners.

(2) On 12/28/2012, the reporting person transferred a 99% interest in SMPL 2012 Partnership to a family trust in which she has a pecuniary interest.

(3) On 12/24/2012, the reporting person transferred shares to WKS Partnership and subsequently gifted a 1% interest in the partnership to her husband.

(4) On 12/31/2012, the reporting person transferred a 99% interest in WKS Partnership to a family trust in which she has a pecuniary interest. The reporting person disclaims beneficial ownership of all trusts and entities set forth in this form except to the extent of her pecuniary interest therein.

(5) Under the Brown-Forman Corporation Non-Employee Director Deferred Stock Unit Program each DSU represents the right to receive one share of the Company's Class B common stock.

(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.

(7) All outstanding derivative security amounts and exercise prices were adjusted on December 27, 2012, the record date for the Issuer's December 12, 2012 special cash dividend.

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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