

Hawley Kirsten M  
Form 4  
January 09, 2018

**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 \*  
Hawley Kirsten M

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)  
01/05/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP, Chief HR Officer

LOUISVILLE, KY 40210

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |   |
| Class B Common                  | 01/05/2018                           |  | M                              |   | 3,920 A \$ 29.35  | 5,906  | D   |
| Class B Common                  | 01/05/2018                           |  | M                              |   | 5,036 A \$ 36.21  | 10,942   | D   |
| Class B Common                  | 01/05/2018                           |  | M                              |   | 4,446 A \$ 45.985   | 15,388   | D   |
| Class B Common                  | 01/05/2018                           |  | F                              |   | 9,593 D \$ 68.11 (1)  | 5,795  | D   |
| Class B Common                  | 01/05/2018                           |  | S                              |   | 3,809 D \$ 67.8249 (2)  | 1,986  | D   |

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Class B Common 4,082.8715 (3) I By 401k

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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| Stock Appreciation Right                   | \$ 29.35   | 01/05/2018                           |  | M                              | 3,920  | 05/01/2015 04/30/2022                                    | Class B Common  | 3,920                      |
| Stock Appreciation Right                   | \$ 36.21   | 01/05/2018                           |  | M                              | 5,036  | 05/01/2016 04/30/2023                                    | Class B Common  | 5,036                      |
| Stock Appreciation Right                   | \$ 45.985  | 01/05/2018                           |  | M                              | 4,446  | 05/01/2017 04/30/2024                                    | Class B Common  | 4,446                      |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |                       |       |
|---|---------------|-----------|-----------------------|-------|
|   | Director      | 10% Owner | Officer               | Other |
| Hawley Kirsten M<br>850 DIXIE HIGHWAY<br>LOUISVILLE, KY 40210 |               |           | SVP, Chief HR Officer |       |

## Signatures

Michael E. Carr, Jr., Attorney in Fact for Kirsten M. Hawley 01/09/2018

\*\*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 price of BF-B on January 4, 2018 was used to calculate the withholding obligation.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.821 to \$67.845, inclusive. The reporting person undertakes to provide to Brown-Forman Corporation, any security holder of

(2) Brown-Forman Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(3) Number of shares acquired through the issuer's 401(k) plan as of January 5, 2018.

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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