Brown Martin S JR Form 4 June 12, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

5. Relationship of Reporting Person(s) to

response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

Brown Martin S JR		Symbol BROWN FORMAN CORP [BFA,					Issuer (Check all applicable)				
			BFB]					(Check an applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					X Director 10% Owner Officer (give title Other (specify			
			(Month/Day/Year) 06/08/2012					below) below) below)			
	(Street)		4. If Ame	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
			Filed(Mon	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
LOUISVILI	LE, KY 40210							Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecuri	ties Acc	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	r) Execution	emed on Date, if /Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Dis (D) (Instr. 3, 4	sposed	d 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)	
Class A Common	06/08/2012			<u>J(1)</u>	13,626	A	<u>(2)</u>	186,340	D		
Class A Common								30	I	By Spouse	
Class A Common								1,500	I	Trust f/b/o Children	
Class A Common								5,508	I	UTMA f/b/o Child	
Class A Common								1,682	I	UTMA f/b/o Child	

Edgar Filing: Brown Martin S JR - Form 4

Class A Common	06/08/2012	J <u>(1)</u>	13,626	D	<u>(2)</u>	0	I	Trust
Class B Common	06/08/2012	J <u>(1)</u>	13,358	D	<u>(2)</u>	28,371	D	
Class B Common						7	I	By Spouse
Class B Common						375	I	Trust f/b/o Children
Class B Common						2,502	I	UTMA f/b/o Child
Class B Common						795	I	UTMA f/b/o Child
Class B Common	06/08/2012	J <u>(1)</u>	13,358	A	<u>(2)</u>	16,764	I	Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	5. Dr. 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 or Number of Shares
Stock Appreciation Right	\$ 58					05/26/2006	04/30/2015	Class B Common	477
Stock Appreciation Right	\$ 55.69					07/27/2006	04/30/2016	Class B Common	3,023
Stock Appreciation Right	\$ 53.8					07/26/2007	04/30/2017	Class B Common	3,756

Edgar Filing: Brown Martin S JR - Form 4

Stock Appreciation Right	\$ 56.58	07/24/2008	04/30/2018	Class B Common	3,447
Stock Appreciation Right	\$ 43.1	07/23/2009	04/30/2019	Class B Common	4,236
Deferred Stock Units	(3)	<u>(4)</u>	<u>(4)</u>	Class B Common	985.38

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
Brown Martin S JR							
850 DIXIE HIGHWAY	X						
LOUISVILLE, KY 40210							

Signatures

Laura H. Pulliam, Atty. in Fact for Martin S. Brown, Jr.

06/12/2012

**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).
- On June 8, 2012, the reporting person exchanged 13,626 Class A shares, indirectly held in a trust, for an economically equivalent number of Class B shares (13,358) held directly.
- BFA and BFB closing prices as of June 7, 2012, were used to determine approximate economic equivalency. For BFA, \$86.63; for BFB,
- (3) Each deferred stock unit represents a contingent right to receive one share of Brown-Forman Class B common stock.
- (4) The deferred stock units vest over the course of the Board year. Vested shares will be delivered to the reporting person on the first February 1st that is at least 6 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3