

Brown George Garvin IV
 Form 4
 July 28, 2008

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 George Garvin IV

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)

3. Date of Earliest Transaction (Month/Day/Year)
 07/24/2008

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

850 DIXIE HWY
 (Street)

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

LOUISVILLE, KY 40210
 (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Class A Common | | | | | 381,811 | I | George Garvin Brown III Trust UW |
| Class A Common | | | | | 2,642,357 | I | CBGB LLC |
| Class B Common | | | | | 843.02 ⁽¹⁾ | D | |
| Class B Common | | | | | 3,409 ⁽³⁾ | I | By 401(k) Plan |

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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 of Underlying Securities (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) | \$ 31.33 | | | | | 05/01/2005 | 04/30/2012 | Class B Common | 646 |
| Non-Qualified Stock Option (right to buy) | \$ 38.27 | | | | | 05/01/2006 | 04/30/2013 | Class B Common | 929 |
| Non-Qualified Stock Option (right to buy) | \$ 45.44 | | | | | 05/01/2007 | 04/30/2014 | Class B Common | 1,528 |
| Stock Appreciation Right | \$ 57.74 | | | | | 05/01/2008 | 04/30/2015 | Class B Common | 528 |
| Stock Appreciation Right | \$ 70.63 | | | | | 05/01/2009 | 04/30/2016 | Class B Common | 725 |
| Stock Appreciation Right | \$ 68.22 | | | | | 05/01/2010 | 04/30/2017 | Class B Common | 830 |
| Stock Appreciation Right ⁽²⁾ | \$ 71.75 | 07/24/2008 | | A | 762 | 05/01/2011 | 07/24/2018 | Class B Common | 762 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Brown George Garvin IV 850 DIXIE HWY LOUISVILLE, KY 40210 | | X | | |

Signatures

| | |
|---|------------|
| Holli H. Lewis, Atty. in Fact for George Garvin Brown IV | 07/28/2008 |
|---|------------|

__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) Includes shares held under the Brown-Forman Dividend Reinvestment Plan as of July 25, 2008.
- (2) No money was paid or received by the reporting person for this SAR.
- (3) Held in 401(k) account as of April 30, 2008.

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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