

Brown George Garvin IV
 Form 4
 April 26, 2011

FORM 4

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

OMB APPROVAL

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

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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)
 850 DIXIE HWY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/10/2010

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

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 Ownership (Instr. 4)
				(A) or (D) Price			
Class A Common	12/10/2010		W ⁽¹⁾	V 287,098 A \$ 0	287,098	D	
Class A Common	12/13/2010		W ⁽¹⁾	V 44,152 A \$ 0	331,250	D	
Class A Common					381,811	I	George Garvin Brown III Trust UW
Class A Common					2,642,357	I	CBGB LLC
					38,447	I	

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Class A Common									Trust u/a FBO Geo. Garvin Brown IV
Class A Common	12/29/2010		W ⁽¹⁾ V	353,036	A	\$ 0	353,036	I	GGB4 2010#1 LLC
Class B Common	12/29/2010		W ⁽¹⁾ V	71,429	A	\$ 0	71,429	I	GGB4 2010 #2 LLC
Class B Common	12/30/2010		W ⁽¹⁾ V	11,038	A	\$ 0	12,172.7 ⁽²⁾	D	
Class B Common	01/03/2011		W ⁽¹⁾ V	88,605	A	\$ 0	100,777.7 ⁽²⁾	D	
Class B Common							6,380.93 ⁽³⁾	I	By 401(k) Plan
Class B Common							95,452	I	George Garvin Brown III Trust UW
Class B Common							360,589	I	CBGB, LLC
Class B Common							9,987	I	Trust u/a FBO Geo. Garvin Brown IV

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)
				Code V	(A) (D)		Title

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		Date Exercisable	Expiration Date		Amount or Number of Shares
Non-Qualified Stock Option (right to buy) ⁽⁴⁾	\$ 24.7 ⁽⁵⁾	05/01/2005	04/30/2012	Class B Common	820 ⁽⁵⁾
Non-Qualified Stock Option (right to buy) ⁽⁴⁾	\$ 30.18 ⁽⁶⁾	05/01/2006	04/30/2013	Class B Common	1,179 ⁽⁶⁾
Non-Qualified Stock Option (right to buy) ⁽⁴⁾	\$ 35.83 ⁽⁷⁾	05/01/2007	04/30/2014	Class B Common	1,938 ⁽⁷⁾
Stock Appreciation Right ⁽⁴⁾	\$ 45.53 ⁽⁸⁾	05/01/2008	04/30/2015	Class B Common	670 ⁽⁸⁾
Stock Appreciation Right ⁽⁴⁾	\$ 55.69 ⁽⁹⁾	05/01/2009	04/30/2016	Class B Common	920 ⁽⁹⁾
Stock Appreciation Right ⁽⁴⁾	\$ 53.8 ⁽¹⁰⁾	05/01/2010	04/30/2017	Class B Common	1,053 ⁽¹⁰⁾
Stock Appreciation Right ⁽⁴⁾	\$ 56.58 ⁽¹¹⁾	05/01/2011	07/24/2018	Class B Common	967 ⁽¹¹⁾
Stock Appreciation Right ⁽⁴⁾	\$ 43.1 ⁽¹²⁾	05/01/2012	04/30/2019	Class B Common	2,957 ⁽¹²⁾
Restricted Stock Unit	⁽¹³⁾	⁽¹⁴⁾	⁽¹⁴⁾	Class B Common	545

Reporting Owners

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

Signatures

Diane M. Barhorst, Atty. in Fact for George Garvin
Brown IV

04/26/2011

__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) Acquisition resulting from the termination of a testamentary trust.
- (2) Includes shares held under the Brown-Forman Dividend Reinvestment Plan as of April 25, 2011.
- (3) Held in 401(k) plan as of April 25, 2011.
- (4) All outstanding derivative security amounts and exercise prices were adjusted on December 10, 2010, the record date for the Issuer's December 28, 2010 special cash dividend.
- (5) These options were previously reported as covering 808 shares at an exercise price of \$25.06 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (6) These options were previously reported as covering 1,162 shares at an exercise price of \$30.62 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (7) These options were previously reported as covering 1,910 shares at an exercise price of \$36.35 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (8) These stock appreciation rights were previously reported as covering 660 shares at an exercise price of \$46.19 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (9) These stock appreciation rights were previously reported as covering 907 shares at an exercise price of \$56.50 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (10) These stock appreciation rights were previously reported as covering 1,038 shares at an exercise price of \$54.58 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (11) These stock appreciation rights were previously reported as covering 953 shares at an exercise price of \$57.40 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (12) These stock appreciation rights were previously reported as covering 2,915 shares at an exercise price of \$43.72 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (13) Each restricted stock unit represents a contingent right to receive one share of Brown-Forman Class B common stock.
- (14) The restricted stock units vest April 30, 2014.

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.