## Edgar Filing: Brown J McCauley - Form 4

Brown J McCauley       Form 4       States and the public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Investment Company Act of 1934, 30(h) of the Investment Company Act of 1934, 30(h) of the Investment Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company Act of 1935, or Section 17(a) of the Public Utility Holding Company A								
(Print or Type F	Responses)							
1. Name and A Brown J Mc	ddress of Reporting Person Cauley	<ul> <li>2. Issuer Name Symbol BROWN FOF BFB]</li> </ul>			-	5. Relationship of Issuer (Cheo	f Reporting Pe	
(Last) (First) (Middle) 3. Date of (Month/D 850 DIXIE HIGHWAY 01/09/20			st Transactio ar)	'n		Director     _X_ 10% Owner       Officer (give title    Other (specify below)		
(Street) 4. If Ame Filed(Mon LOUISVILLE, KY 40210			t, Date Origi Year)	nal		<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>		
(City)	(State) (Zip)	Table I - No	on-Derivati	ve Securi	ties Ac	quired, Disposed o	f, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	any	ution Date, if Trans. Code nth/Day/Year) (Instr.	action(A) or (D)	Disposed 3, 4 and (A) or	1 of 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)	
Class A Common						17,854 <u>(1)</u>	D	
Class A Common						548,926	I	By Brown Ventures, LLC
Class A Common						28,000	I	By MAE LLC
Class A Common	01/06/2012	G	10,75	6 D	\$0	231,933 <u>(1)</u>	I	By GRAT
Class A Common	01/06/2012	G	10,75	6 A	\$0	32,081	I	By JMB Irrev Trust

Class A Common	2,584.692	Ι	By children
Class A Common	30,172	Ι	By Spouse
Class B Common	45,010	D	
Class B Common	137,231	I	By Brown Ventures, LLC
Class B Common	3,762.18 <u>(2)</u>	Ι	BF 401(k) Plan
Class B Common	393	Ι	By Children
Class B Common	7,543	Ι	By Spouse

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.

## 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			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
Non-Qualified Stock Option (right to buy)	\$ 35.83					05/01/2007	04/30/2014	Class B Common	1,375
Stock Appreciation Right	\$ 45.53					05/01/2008	04/30/2015	Class B Common	1,189
	\$ 55.69					05/01/2009	04/30/2016		2,564

Stock Appreciation Right				Class B Common	
Stock Appreciation Right	\$ 53.8	05/01/2010	04/30/2017	Class B Common	2,936
Stock Appreciation Right	\$ 56.58	05/01/2011	04/30/2018	Class B Common	2,696
Restricted Stock Unit	<u>(3)</u>	<u>(4)</u>	<u>(4)</u>	Class B Common	817
Restricted Stock Uniit	<u>(3)</u>	<u>(5)</u>	(5)	Class B Common	575
Restricted Stock Unit	(3)	(6)	(6)	Class B Common	488

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
Brown J McCauley 850 DIXIE HIGHWAY LOUISVILLE, KY 40210							
Signatures							
Diane M. Barhorst, Atty. in Fact for J. McCauley							
Brown		02/23/2012					
<u>**</u> Signature of Reportin		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) Adjusted to reflect shares transferred between reporting person's direct holdings and GRATs of which the reporting person is trustee and sole annuitant.
- (2) Number of shares the reporting person has acquired under the Brown-Forman 401(k) plan as of April 24, 2012.
- (3) Each Restricted Stock Unit represents a contingent right to receive one share of Brown-Forman Class B common stock.
- (4) The Restricted Stock Units were granted July 23, 2009, and vest April 30, 2013.
- (5) The Restricted Stock Units were granted on July 22, 2010, and vest April 30, 2014.
- (6) The Restricted Stock Units were granted on July 28, 2011, and vest April 30, 2015.

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.