

BROWN FORMAN CORP
Form FWP
December 13, 2010

Issuer Free Writing Prospectus, dated December 13, 2010
Filed Pursuant to Rule 433 under the Securities Act of 1933, as amended
Supplementing the Preliminary Prospectus Supplement, dated December 13, 2010
Registration No. 333-171126

\$250,000,000

Brown-Forman Corporation
5-Year Fixed Rate Senior Unsecured Notes

Term Sheet

| | |
|-------------------------------------|--|
| Issuer: | Brown-Forman Corporation |
| Size: | \$250,000,000 |
| Security Type: | SEC Registered Senior Unsecured Notes |
| Coupon: | 2.500% |
| Maturity: | January 15, 2016 |
| Public Offering Price: | 99.360% |
| Price to Brown-Forman: | 98.760% |
| Yield: | 2.635% |
| Spread: | T + 75 bps |
| Benchmark Treasury: | 1.375% due November 30, 2015 |
| Benchmark Treasury Price and Yield: | 97-19; 1.885% |
| Coupon Dates: | The 15 th day of each January and July |
| First Coupon: | July 15, 2011 |
| Settlement: | T+3 (December 16, 2010) |
| Optional Redemption: | Make-Whole Call + 15 bps |
| Day Count: | 30/360 |
| CUSIP/ISIN: | 115637 AK6 / US115637AK60 |
| Joint Book-Running Managers: | Citigroup Global Markets Inc. Merrill Lynch, Pierce, Fenner & Smith Incorporated Barclays Capital Inc. J.P. Morgan Securities LLC Wells Fargo Securities, LLC |
| Co-Managers: | Fifth Third Securities, Inc. PNC Capital Markets LLC SunTrust Robinson Humphrey, Inc. Scotia Capital (USA) Inc. U.S. Bancorp Investments, Inc. Rabo Securities USA, Inc. UniCredit Capital Markets, Inc. |

The issuer has filed a registration statement (including a prospectus) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the Securities and Exchange Commission for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the Securities and Exchange Commission's website at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll-free at 1-877-858-5407 or Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at 1-800-294-1322.