

BROWN OWSLEY II  
Form 4  
June 03, 2011

**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 OWSLEY II

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 HIGHWAY  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/01/2011

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

LOUISVILLE, KY 40210  
(City) (State) (Zip)

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

**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 or 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                  |                                      |  |                                | (A) or (D)  | 127,500  | D  |   |
| Class A Common                  |                                      |  |                                | (A) or (D)  | 336,517  | I  | GRAT 1994   |
| Class A Common                  |                                      |  |                                | (A) or (D)  | 544,084  | I  | GRAT 2001   |
| Class A Common                  |                                      |  |                                | (A) or (D)  | 198,032  | I  | GRAT 2002   |
| Class A Common                  |                                      |  |                                | (A) or (D)  | 99,964   | I  | Longview LP   |

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|                   |            |             |       |   |      |             |   |   |
|-------------------|------------|-------------|-------|---|------|-------------|---|---|
| Class A<br>Common |            |             |       |   |      | 1,612       | I | Guilford-Brown<br>LP                                  |
| Class A<br>Common | 06/01/2011 | <u>J(1)</u> | 3,789 | D | \$ 0 | 0           | I | Nectar LP   |
| Class A<br>Common |            |             |       |   |      | 438,009     | I | Ganymede LP   |
| Class A<br>Common |            |             |       |   |      | 2,113,839   | I | Olympus Three,<br>LLC                                 |
| Class A<br>Common |            |             |       |   |      | 173,579     | I | Spouse  |
| Class B<br>Common |            |             |       |   |      | 68,677      | D |   |
| Class B<br>Common |            |             |       |   |      | 84,129      | I | GRAT 1994   |
| Class B<br>Common |            |             |       |   |      | 140,482     | I | GRAT 2001   |
| Class B<br>Common |            |             |       |   |      | 52,643      | I | GRAT 2002   |
| Class B<br>Common |            |             |       |   |      | 43,499      | I | Longview, LP  |
| Class B<br>Common | 06/01/2011 | <u>J(1)</u> | 947   | D | \$ 0 | 0           | I | Nectar  |
| Class B<br>Common |            |             |       |   |      | 488,932     | I | Hebe, LP  |
| Class B<br>Common |            |             |       |   |      | 3,171       | I | Hebe<br>Non-Exempt<br>Trust fbo<br>Owsley Brown<br>II |
| Class B<br>Common |            |             |       |   |      | 1,092       | I | Hebe Exempt<br>Trust fbo<br>Owsley Brown<br>II        |
| Class B<br>Common |            |             |       |   |      | 1,208,770.5 | I | Ganymede, LP  |
| Class B<br>Common |            |             |       |   |      | 4,075,702   | I | Olympus Three,<br>LLC                                 |
| Class B<br>Common |            |             |       |   |      | 26,298      | I | Grandchildren's<br>Equalization<br>Trust 1998         |
| Class B<br>Common |            |             |       |   |      | 43,270      | I | Spouse  |

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

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(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)   | Date Exercisable   | Expiration Date   | Title          | Amount Number of Shares |
| Non-Qualified Stock Option (right to buy)  | \$ 24.7  |                                      |  |                                |   | 05/01/2005   | 04/30/2012  | Class B Common | 103,04                  |
| Non-Qualified Stock Option (right to buy)  | \$ 30.18   |                                      |  |                                |   | 05/01/2006   | 04/30/2013  | Class B Common | 102,96                  |
| Non-Qualified Stock Option (right to buy)  | \$ 35.83   |                                      |  |                                |   | 05/01/2007   | 04/30/2014  | Class B Common | 82,386                  |
| Stock Appreciation Right                   | \$ 53.62   |                                      |  |                                |   | 11/15/2007   | 04/30/2017  | Class B Common | 3,332                   |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BROWN OWSLEY II<br>850 DIXIE HIGHWAY<br>LOUISVILLE, KY 40210 |               | X         |         |       |

## Signatures

Diane M. Barhorst, Atty In Fact for: Owsley Brown II 06/03/2011

\_\_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) On June 1, 2011 Nectar L.P., of which the reporting person is a General Partner, made a distribution of shares to its Partners, which are Trusts in which the reporting person currently has no beneficial interest.

### Remarks:

Filing of this form should not be construed as an admission that the filing person is, for purposes of Section 16 of the Securities

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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