

Joy Catherine Frazier  
 Form 3  
 June 21, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *<br>Joy Catherine Frazier<br>(Last) (First) (Middle)<br><br>PO BOX 640<br>(Street)<br><br>GOSHEN, KY 40026<br>(City) (State) (Zip) | 2. Date of Event Requiring Statement<br>(Month/Day/Year)<br>06/11/2007 | 3. Issuer Name and Ticker or Trading Symbol<br>BROWN FORMAN CORP [BFA/BFB] | 4. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)<br><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below) | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
|---|--|--|--|--|---|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Class A Common                     | 126,884  | D   | ^  |
| Class A Common                     | 15,456   | I   | Spouse   |
| Class A Common                     | 3,948  | I   | Catilin Joy UTMA   |
| Class A Common                     | 7,032  | I   | Charles Joy UTMA   |
| Class A Common                     | 15,216   | I   | Christopher Joy UTMA                                     |
| Class A Common                     | 10,422   | I   | Alexander Thornton UTMA                                  |
| Class A Common                     | 10,000   | I   | Avish Agincourt, LLC                                     |
| Class A Common                     | 37,556   | I   | Annsey Thornton Trust                                    |
| Class B Common                     | 235,716  | D   | ^  |
| Class B Common                     | 13,296   | I   | Spouse   |
| Class B Common                     | 1,820  | I   | Caitlin Joy UTMA   |

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|                |         |   |  |
|----------------|---------|---|--|
| Class B Common | 3,338   | I | Charles Joy UTMA                           |
| Class B Common | 8,036   | I | Christopher Joy UTMA                       |
| Class B Common | 4,916   | I | Alexander Joy UTMA                         |
| Class B Common | 146,548 | I | By Spouse as Custodian for Caitlin Joy     |
| Class B Common | 146,548 | I | By Spouse as Custodian for Charles Joy     |
| Class B Common | 146,548 | I | By Spouse as Custodian for Christopher Joy |
| Class B Common | 146,548 | I | By Spouse as Custodian for Alexander Joy   |
| Class B Common | 14,380  | I | Annslay Thornton Trust                     |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date   | Title  | Amount or<br>Number of<br>Shares   |   |

## Reporting Owners

| Reporting Owner Name / Address                          | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Joy Catherine Frazier<br>PO BOX 640<br>GOSHEN, KY 40026 | Â             | Â X       | Â       | Â     |

## Signatures

Diane Barhorst, Attorney-in-Fact for Catherine Frazier Joy 06/21/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

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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