

Brown George Garvin IV  
 Form 4  
 April 26, 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 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 <sup>(1)</sup>               | V 287,098 A \$ 0  | 287,098   | D  |  |
| Class A Common                  | 12/13/2010                           |  | W <sup>(1)</sup>               | 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<br>Common |            |  |                    |         |   |      |                          |   | Trust u/a<br>FBO Geo.<br>Garvin<br>Brown IV |
| Class A<br>Common | 12/29/2010 |  | W <sup>(1)</sup> V | 353,036 | A | \$ 0 | 353,036                  | I | GGB4<br>2010#1<br>LLC                       |
| Class B<br>Common | 12/29/2010 |  | W <sup>(1)</sup> V | 71,429  | A | \$ 0 | 71,429                   | I | GGB4<br>2010 #2<br>LLC                      |
| Class B<br>Common | 12/30/2010 |  | W <sup>(1)</sup> V | 11,038  | A | \$ 0 | 12,172.7 <sup>(2)</sup>  | D |   |
| Class B<br>Common | 01/03/2011 |  | W <sup>(1)</sup> V | 88,605  | A | \$ 0 | 100,777.7 <sup>(2)</sup> | D |   |
| Class B<br>Common |            |  |                    |         |   |      | 6,380.93 <sup>(3)</sup>  | I | By 401(k)<br>Plan                           |
| Class B<br>Common |            |  |                    |         |   |      | 95,452                   | I | George<br>Garvin<br>Brown III<br>Trust UW   |
| Class B<br>Common |            |  |                    |         |   |      | 360,589                  | I | CBGB,<br>LLC                                |
| Class B<br>Common |            |  |                    |         |   |      | 9,987                    | I | Trust u/a<br>FBO Geo.<br>Garvin<br>Brown IV |

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)   |  | Title   |

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

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                          |       |
|---|---------------|-----------|--------------------------|-------|
|   | Director      | 10% Owner | Officer                  | Other |
| Brown George Garvin IV<br>850 DIXIE HWY<br>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.

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