

Barzun Brooke Brown
 Form 3
 May 09, 2012

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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Barzun Brooke Brown</p> <p>(Last) (First) (Middle)</p> <p>850 DIXIE HIGHWAY</p> <p>(Street)</p> <p>LOUISVILLE,Â KYÂ 40210</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/29/2012</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>BROWN FORMAN CORP [BFA, BFB]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common	157,404	D	Â
Class A Common	1,667	I	Spouse
Class A Common	178,666	I	BBB Revocable Trust
Class A Common	67,547	I	Hackberry Manor LP
Class A Common	53,030	I	Hackberry II LP
Class A Common	40,182	I	Hackberry 2007 LP
Class A Common	100,000	I	Hackberry 2010 LLC
Class A Common	12	I	Eleanor Lee Trusts
Class A Common	211,224.75	I	Hebe Limited Partnership
Class A Common	5,725	I	Driftwood Holdings Three, LLC
Class A Common	8,709	I	Woodford Partners Kentucky, LLC

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Class A Common	32,838	I	Longview Charitable LP
Class A Common	45,143	I	Trust fbo Owsley Brown III
Class A Common	3,136	I	Trust fbo child
Class A Common	5,679	I	Trust fbo child
Class A Common	5,679	I	Trust fbo child
Class A Common	980	I	Trust fbo children
Class A Common	493,740	I	Guilford-Brown LP
Class A Common	13,626	I	Trust fbo Brooke Barzun
Class A Common	2,220,077	I	Olympus Three LLC
Class B Common	83,226	D	Â
Class B Common	237	I	Spouse
Class B Common	33,178	I	BBB Revocable Trust
Class B Common	16,886	I	Hackberry Manor LP
Class B Common	13,257	I	Hackberry II LP
Class B Common	3,295	I	Hackberry 2007 LP
Class B Common	125	I	UTMA
Class B Common	375	I	UTMA
Class B Common	375	I	UTMA
Class B Common	1,320	I	Owsley Brown II IRA

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

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Barzun Brooke Brown
850 DIXIE HIGHWAY
LOUISVILLE, KY 40210

^ ^ X ^ ^

Signatures

Diane M. Barhorst, Atty in Fact for Brooke Brown
Barzun

05/09/2012

__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).

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Remarks:

The reporting person disclaims beneficial ownership of indirectly held shares except to the extent of

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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