

BERG DONALD C  
Form 4  
October 10, 2008

**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 \*  
BERG DONALD C

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)  
10/10/2008

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Class A Common                  | 10/10/2008                           |  | P                              | V   | \$ 200<br>54.5  | 11,318.02  | D                                 |
| Class B Common                  | 10/10/2008                           |  | P                              | V   | \$ 200<br>54.8  | 3,008.5  | D                                 |

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

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SEC 1474  
(9-02)

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**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 or Number of Shares                         |
| Non-Qualified Stock Option (right to buy)  | \$ 24.6  |                                      |  |                                |   | 05/01/2003      04/30/2010                               | Class B Common      5,149                                     |
| Non-Qualified Stock Option (right to buy)  | \$ 33.34   |                                      |  |                                |   | 05/01/2004      04/30/2011                               | Class B Common      15,186                                    |
| Non-Qualified Stock Option (right to buy)  | \$ 31.33   |                                      |  |                                |   | 05/01/2005      04/30/2012                               | Class B Common      13,522                                    |
| Non-Qualified Stock Option (right to buy)  | \$ 38.27   |                                      |  |                                |   | 05/01/2006      04/30/2013                               | Class B Common      15,219                                    |
| Non-Qualified Stock Option (right to buy)  | \$ 45.44   |                                      |  |                                |   | 05/01/2007      04/30/2014                               | Class B Common      12,110                                    |
| Stock Appreciation Right                   | \$ 57.74   |                                      |  |                                |   | 05/01/2008      04/30/2015                               | Class B Common      10,449                                    |
| Stock Appreciation Right                   | \$ 70.63   |                                      |  |                                |   | 05/01/2009      04/30/2016                               | Class B Common      8,083                                     |
| Stock Appreciation Right                   | \$ 68.22   |                                      |  |                                |   | 05/01/2010      04/30/2017                               | Class B Common      9,253                                     |
| Stock Appreciation Right                   | \$ 71.75   |                                      |  |                                |   | 05/01/2011      04/30/2018                               | Class B Common      10,870                                    |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| BERG DONALD C<br>850 DIXIE HIGHWAY<br>LOUISVILLE, KY 40210 |               |           | Chief Financial Officer |       |

## Signatures

Diane Barhorst, Attorney in Fact for Donald C.  
Berg

10/10/2008

\_\_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).

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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