Brown Martin S JR Form 4 September 24, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

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

See Instruction 1(b).

(Print or Type Responses)

LOUISVILLE, KY 40210

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Brown Martin S JR Issuer Symbol **BROWN FORMAN CORP** (Check all applicable) [BFA/BFB] (Last) (First) (Middle) 3. Date of Earliest Transaction _X__ Director 10% Owner _ Other (specify Officer (give title (Month/Day/Year) below) 850 DIXIE HIGHWAY 09/23/2010

(Street) 4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired	l (A) or	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed	l of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and 5)	Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
					(A)	Reported		
					or	Transaction(s)		
			Code V	Amount	(D) Price	(Instr. 3 and 4)		
Class A			Couc ,	7 IIIIO GIII	(B) Thee			
						75,618	D	
Common								
Class A								Nectar
Common						83,088	I	Trust
Common								Trust
Class A						20	T	D G
Common						30	I	By Spouse
Class A						1,500	I	Trust f/b/o
Common						1,500	1	Children
Class A						5,508	I	UTMA
Common						3,300	1	f/b/o Child

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

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Class A Common	1,682	I	UTMA f/b/o Child
Class A Common	13,626	I	Trust
Class B Common	20,796	D	
Class B Common	20,772	I	Nectar Trust
Class B Common	7	I	Spouse
Class B Common	375	I	Trust f/b/o Children
Class B Common	2,502	I	UTMA f/b/o Child
Class B Common	795	I	UTMA f/b/o Child
Class B Common	3,406	I	Trust

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

Right

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Transactic Code (Instr. 8)	5. NumbordPerivative Securitie Acquired or Dispose (D) (Instr. 3, and 5)	ve es d (A) sed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Sh
Stock Appreciation Right	\$ 58.84						05/25/2006	04/30/2015	Class B Common	47
Stock Appreciation	\$ 56.5						07/27/2006	04/30/2016	Class B	2,9

Common

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Stock Appreciation Right	\$ 54.58				07/26/2007	04/30/2017	Class B Common	3,7
Stock Appreciation Right	\$ 57.4				07/24/2008	04/30/2018	Class B Common	3,3
Stock Appreciation Right	\$ 43.72				07/23/2009	04/30/2019	Class B Common	4,1
Deferred Stock Units	(1)	09/23/2010	A	985.38	<u>(2)</u>	(2)	Class B Common	985

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
Brown Martin S JR 850 DIXIE HIGHWAY LOUISVILLE, KY 40210	X						

Signatures

Holli H. Lewis, Atty. in Fact for Martin S.
Brown, Jr.
09/24/2010

**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) Each deferred stock unit represents a contingent right to receive one share of Brown-Forman Class B common stock.
- (2) The deferred stock units vest over the course of the Board year. Vested shares will be delivered to the reporting person on the first February 1st that is at least 6 months following the Director's termination from Board service.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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