Cook John D. Form 4 August 01, 2011

## FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

(Print or Type Responses)

Symbol

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

2. Issuer Name and Ticker or Trading

1. Name and Address of Reporting Person \* Cook John D.

> **BROWN FORMAN CORP** [BFA/BFB]

(Last) (First)

850 DIXIE HIGHWAY

(Street)

(State)

(Middle)

(Zip)

3. Date of Earliest Transaction (Month/Day/Year) 07/28/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

2. Transaction Date 2A. Deemed 1.Title of Security (Month/Day/Year) (Instr. 3)

LOUISVILLE, KY 40210

(City)

Execution Date, if (Month/Day/Year)

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

3. 4. Securities TransactionAcquired (A) or Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

Owned Following Reported (A) Transaction(s)

or Code V Amount (D) Price

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner Other (specify

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

Persons who respond to the collection of SEC 1474 information contained in this form are not

(Instr. 3 and 4)

Issuer

below)

Person

5. Amount of

Securities

Beneficially

X\_ Director

Applicable Line)

Officer (give title

required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

4. Transactionof Code

5. Number 6. Date Exercisable and **Expiration Date** (Month/Day/Year) Derivative

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

(9-02)

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(Instr. 3)	Price of Derivative Security	(Month/E	Oay/Year)	(Instr. 8	3)	Securi Acqui (A) or Dispo of (D) (Instr. and 5)	red sed 3, 4,				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right (1)	\$ 57.61 (3)							09/25/2008	04/30/2018	Class B Common	2,833 (3)
Stock Appreciation Right (1)	\$ 43.1 (4)							07/23/2009	04/30/2019	Class B Common	7,812 (4)
Stock Appreciation Right (1)	\$ 61.24 (2)							07/22/2010	04/30/2020	Class B Common	3,002
Deferred Stock Units	<u>(5)</u>	07/28/2011		A		812		<u>(6)</u>	<u>(6)</u>	Class B Common	812

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Cook John D. 850 DIXIE HIGHWAY LOUISVILLE, KY 40210	X						

## **Signatures**

Diane M. Barhorst, Attorney in Fact for John D.

Cook

\*\*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) 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.
- These stock appreciation rights were previously reported as covering 2,959 shares at an exercise price of \$62.13, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (3) These stock appreciation rights were previously reported as covering 2,793 shares at an exercise price of \$58.45, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (4) These stock appreciation rights were previously reported as covering 7,700 shares at an exercise price of \$43.72, but were adjusted to reflect the December 28, 2010 special cash dividend.

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- Under the Brown-Forman Corporation Non-Employee Director Deferred Stock Unit Program each DSU represents the right to receive one share of the Company's Class B common stock. Grants made on July 28, 2011, were based on the closing price of the Company's Class B common stock on that date (\$73.95). On each dividend payment date, participants are credited with DSU equivalents.
- Annual grants of DSUs vest over the course of the Board year. DSUs are paid out in class B common stock on the first February 1 that is at least six 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.