MITCHELL WILLIAM

Form 4/A August 05, 2011

FORM 4

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

OMB

Check this box if no longer

subject to Section 16. Form 4 or

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

3235-0287 Number: January 31, Expires: 2005

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OMB APPROVAL

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Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and A MITCHELL	Symbol	BROWN FORMAN CORP [BFA,			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 850 DIXIE I		(Month/I	3. Date of Earliest Transaction (Month/Day/Year) 07/28/2011			X Director Officer (gives below)		% Owner ner (specify
LOUISVILI	Filed(Mo	4. If Amendment, Date Original Filed(Month/Day/Year) 08/01/2011			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (Zip) Tab	le I - Non-D	erivative S	Securities A	equired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securi onAcquired Disposed (Instr. 3,	l (A) or l of (D)	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 Beneficial Ownership (Instr. 4)
Class A Common					` /	1,000	D	
Class B Common						250	D	

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

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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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed or (D) (Instr. 3, 4, and 5)	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 (1)	\$ 49.69					03/22/2007	04/30/2016	Class B Common	1,6
Stock Appreciation Right (1)	\$ 53.8 (3)					07/26/2007	04/30/2017	Class B Common	5,2 (3
Stock Appreciation Right (1)	\$ 56.58 (4)					07/24/2008	04/30/2018	Class B Common	6,3.
Stock Appreciation Right (1)	\$ 43.1 ⁽⁵⁾					07/23/2009	04/30/2019	Class B Common	4,2
Deferred Stock Units	<u>(6)</u>	07/28/2011		A	405.68	<u>(7)</u>	<u>(7)</u>	Class B Common	405

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MITCHELL WILLIAM 850 DIXIE HIGHWAY LOUISVILLE, KY 40210	X						

Signatures

Diane M. Barhorst, Atty in Fact for William E.

Mitchell

08/05/2011

**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) 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.

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- (2) These stock appreciation rights were previously reported as covering 1,578 shares at an exercise price of \$50.41, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (3) These stock appreciation rights were previously reported as covering 5,140 shares at an exercise price of \$54.58, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (4) These stock appreciation rights were previously reported as covering 6,267 shares at an exercise price of \$57.40, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (5) These stock appreciation rights were previously reported as covering 4,175 shares at an exercise price of \$43.72, but were adjusted to reflect the December 28, 2010 special cash dividend.
- 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.
- (7) 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.