

WELCH JAMES S JR
 Form 4
 May 04, 2010

FORM 4

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

OMB APPROVAL

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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 *
WELCH JAMES S JR

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)
04/30/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman Strategy and HR

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)
			Code	V	Amount (A) or (D) Price		
Class A Common	04/30/2010		F		504 ⁽¹⁾ D 60.03 ₍₂₎	D	
Class B Comon	04/30/2010		F		711 ⁽¹⁾ D 58.18 ₍₂₎	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)	\$ 26.67					05/01/2004 04/30/2011	Class B Common 9,492
Non-Qualified Stock Option (right to buy)	\$ 25.06					05/01/2005 04/30/2012	Class B Common 9,658
Non-Qualified Stock Option (right to buy)	\$ 36.35					05/01/2007 04/30/2014	Class B Common 15,730
Stock Appreciation Rights	\$ 46.19					05/01/2008 04/30/2015	Class B Common 14,543
Stock Appreciation Right	\$ 56.5					05/01/2009 04/30/2016	Class B Common 8,344
Stock Appreciation Right	\$ 54.58					05/01/2010 04/30/2017	Class B Common 14,804
Stock Appreciation Right	\$ 57.4					05/01/2011 04/30/2018	Class B Common 13,588
Stock Appreciation Right	\$ 43.72					05/01/2012 04/30/2019	Class B Common 19,481

Reporting Owners

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

WELCH JAMES S JR
850 DIXIE HIGHWAY
LOUISVILLE, KY 40210

X

Vice Chairman Strategy and HR

Signatures

Diane M. Barhorst, Atty. in Fact for: James S.
Welch, Jr.

05/04/2010

__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) The reporting person surrendered 504 shares of Class A Common Stock and 711 shares of Class B Common Stock to satisfy a tax withholding obligation related to the vesting on April 30, 2010, of a July 28, 2005 grant of restricted shares.
- (2) The closing prices of BF-A and BF-B on April 30, 2010, were used to calculate the tax withholding obligation.

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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