

BROWN FORMAN CORP

Form 4

August 01, 2016

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 *
Brown Campbell P

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)

3. Date of Earliest Transaction (Month/Day/Year)
07/28/2016

Director 10% Owner
 Officer (give title below) Other (specify below)

850 DIXIE HIGHWAY

(Street)

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

LOUISVILLE, KY 40210

(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) Code V Amount Price			
Class A Common					805,313	D	
Class B Common					312,208	D	
Class A Common					1,981,768	I	Brown Barker 2013 LLC
Class B Common					270,442	I	Brown Barker 2013 LLC
						I	By 401k

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Class B Common	7,868,5654 <u>(1)</u>		
Class B Common	2,746	I	CBGB LLC
Class B Common	18	I	Child #1
Class B Common	18	I	Child #2
Class A Common	529,554	I	CPB 2010 #1 LLC
Class B Common	24,218	I	CPB 2010 #2 LLC
Class B Common	4,632.6674 <u>(2)</u>	I	ESPP
Class A Common	71,250	I	Trust FBO Campbell P. Brown
Class A Common	5,266	I	Trust FBO Child #1
Class B Common	1,950	I	Trust FBO Child #1
Class A Common	5,296	I	Trust FBO Child #2
Class B Common	1,950	I	Trust FBO Child #2
Class A Common	8,042	I	Trust FBO Geo Garvin Brown IV
Class B Common	1,353	I	Trust FBO Geo Garvin Brown IV
Class A Common	71,250	I	Trust FBO Geo Garvin Brown IV (Irrev)

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

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)

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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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock Appreciation Right ⁽³⁾	\$ 98.01	07/28/2016		A	2,851	05/01/2019 04/30/2026	Class B Common	2,851
Restricted Stock Units	⁽⁴⁾					05/01/2017 ⁽⁴⁾	Class B Common	863
Restricted Stock Units	⁽⁵⁾					05/01/2018 ⁽⁵⁾	Class B Common	476
Restricted Stock Units	⁽⁶⁾					05/01/2019 ⁽⁶⁾	Class B Common	1,451
Stock Appreciation Right	\$ 33.76					07/26/2007 04/30/2017	Class B Common	1,874
Stock Appreciation Right	\$ 35.51					07/24/2008 04/30/2018	Class B Common	1,711
Stock Appreciation Right	\$ 38.43					07/22/2010 04/30/2020	Class B Common	887
Stock Appreciation Right	\$ 91.97					07/24/2014 04/30/2024	Class B Common	1,111

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown Campbell P 850 DIXIE HIGHWAY LOUISVILLE, KY 40210	X			

Signatures

Michael E. Carr, Jr., Attorney in Fact for Campbell P.
Brown

08/01/2016

__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) Number of shares acquired through the issuer's 401(k) plan as of July 27, 2016.
- (2) Number of shares acquired through the issuer's employee stock purchase program as of July 27, 2016.
- (3) No money was paid to or received by the reporting person for these SSARs.
- (4) The restricted stock units vest May 1, 2017.
- (5) The restricted stock units vest May 1, 2018.
- (6) The restricted stock units vest May 1, 2019.

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.