

Frazier Laura
Form 4
December 12, 2007

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 *
Frazier Laura

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)
12/10/2007

____ Director
____ Officer (give title below)
 10% Owner
____ 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 (D) Price | | | |
| Class A Common | | | | | 138,209 | D | |
| Class A Common | | | | | 236 | I | Cordt Huneke Trust |
| Class A Common | | | | | 236 | I | Chase Huneke Trust |
| Class A Common | | | | | 236 | I | Brooke Huneke Trust |

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| | | | | | | | | | |
|-------------------|------------|--|---|---|-----|---|-------------|---|---|
| Class A Common | | | | | | | 236 | I | Kelli Huneke Trust ⁽¹⁾ |
| Class A Common | | | | | | | 3,948 | I | Brooke Huneke UTMA |
| Class A Common | | | | | | | 3,948 | I | Kelli Huneke UTMA |
| Class A Common | | | | | | | 10,223 | I | Avish Agincourt, LLC |
| Class B Common | 12/10/2007 | | G | V | 664 | D | \$ 0 91,406 | D | |
| Class B Common | 12/10/2007 | | G | V | 166 | A | \$ 0 711 | I | Cordt Huneke Trust |
| Class B Common | 12/10/2007 | | G | V | 166 | A | \$ 0 861 | I | Chase Huneke Trust |
| Class B Common | 12/10/2007 | | G | V | 166 | A | \$ 0 861 | I | Brooke Huneke Trust |
| Class B Common | 12/10/2007 | | G | V | 166 | A | \$ 0 861 | I | Kelli Huneke Trust |
| Class B Common | | | | | | | 1,960 | I | Brooke Huneke UTMA |
| Class B Common | | | | | | | 1,912 | I | Kelli Huneke UTMA |

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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(9-02)

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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene |
|---|--|---|---|--------------------------------------|-------------------------------|--|---|---|---------------------------------|
|---|--|---|---|--------------------------------------|-------------------------------|--|---|---|---------------------------------|

Derivative Security

Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)

(Instr. 3 and 4)

| | | | | | | | |
|------|---|-----|-----|------------------|-----------------|-------|----------------------------|
| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|------------------|-----------------|-------|----------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Frazier Laura 850 DIXIE HIGHWAY LOUISVILLE, KY 40210 | | X | | |

Signatures

| | |
|--|------------|
| Holli H. Lewis, Attorney in Fact for Laura Frazier | 12/12/2007 |
| __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 correct indirect beneficial owner of these shares is the Kelli Huneke Trust, rather than the Brooke Huneke Trust as reported on 7/27/07.

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.