

Brown J McCauley  
Form 4  
August 24, 2012

**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 J McCauley

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)  
08/14/2012

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

LOUISVILLE, KY 40210  
  
(City) (State) (Zip)

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

**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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Class A Common					26,781 <sup>(1)</sup>	D	
Class A Common	08/14/2012		J <sup>(3)</sup>	84,274 A \$ 59.33	907,663 <sup>(2)</sup>	I	By Brown Ventures, LLC
Class A Common					42,000 <sup>(4)</sup>	I	By MAE LLC
Class A Common					347,899 <sup>(5)</sup>	I	By GRAT
Class A Common					48,121 <sup>(6)</sup>	I	By JMB Irrev Trust

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Class A Common						3,877 <sup>(7)</sup>	I	By children	
Class A Common						45,258 <sup>(8)</sup>	I	By Spouse	
Class B Common						67,515 <sup>(9)</sup>	D		
Class B Common	08/14/2012		J <sup>(3)</sup>	81,327	D	\$ 61.48	124,519 <sup>(10)</sup>	I	By Brown Ventures, LLC
Class B Common						5,663.546 <sup>(11)</sup>	I	BF 401(k) Plan	
Class B Common						589 <sup>(12)</sup>	I	By Children	
Class B Common						11,314 <sup>(13)</sup>	I	By Spouse	

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. 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)	8. Price of Derivative Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	<sup>(18)</sup>					<sup>(19)</sup>	<sup>(19)</sup>	Class B Common	1,225 <sup>(14)</sup>
Restricted Stock Unit	<sup>(18)</sup>					<sup>(20)</sup>	<sup>(20)</sup>	Class B Common	862 <sup>(15)</sup>
Restricted Stock Unit	<sup>(18)</sup>					<sup>(21)</sup>	<sup>(21)</sup>	Class B Common	732 <sup>(16)</sup>



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(21) The Restricted Stock Units were granted on July 28, 2011, and vest April 30, 2015.

(22) The Restricted Stock Units were granted on July 26, 2012, and vest April 30, 2016.

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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