

MORREAU JANE C
Form 4
January 03, 2013

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 *
MORREAU JANE C

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)
01/02/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Director Finance

LOUISVILLE 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)
			Code	V Amount (A) or (D) Price			
Class A Common					3,792 ⁽²⁾	D	
Class B Common	01/02/2013		M	5,963 A \$ 18.94	6,015.5 ⁽³⁾	D	
Class B Common	01/02/2013		F	3,479 D \$ 63.25	2,536.5	D	
Class B Common	01/02/2013		S ⁽¹⁾	2,484 D \$ 63.491	52.5	D	
Class B Common					2,490.195 ⁽⁴⁾	I	ESPP

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

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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 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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 18.94 <u>(6) (5)</u>	01/02/2013		M	5,963	05/01/2006	04/30/2013	Class B Common	5,963 <u>(4)</u>
Non-Qualified Stock Option (right to buy)	\$ 22.49 <u>(7) (5)</u>					05/01/2007	04/30/2014	Class B Common	5,200 <u>(7)</u>
Stock Appreciation Right	\$ 28.58 <u>(8) (5)</u>					05/01/2008	04/30/2015	Class B Common	4,500 <u>(8)</u>
Stock Appreciation Right	\$ 34.95 <u>(9) (5)</u>					07/27/2006	04/30/2016	Class B Common	8,400 <u>(9)</u>
Stock Appreciation Right	\$ 33.76 <u>(10) (5)</u>					05/01/2010	04/30/2017	Class B Common	9,200 <u>(10)</u>
Stock Appreciation Right	\$ 35.51 <u>(5) (11)</u>					05/01/2011	04/30/2018	Class B Common	7,100 <u>(5)</u>
Stock Appreciation Right	\$ 27.05 <u>(5) (12)</u>					05/01/2012	04/30/2019	Class B Common	11,400 <u>(5)</u>
Stock Appreciation Right	\$ 38.43 <u>(5) (13)</u>					05/01/2013	04/30/2020	Class B Common	12,500 <u>(5)</u>
Stock Appreciation Right	\$ 46.4 <u>(14) (5)</u>					05/01/2014	04/30/2021	Class B Common	14,300 <u>(5)</u>

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- (13) These stock appreciation rights were previously reported as covering 7,899 shares at an exercise price of \$61.24, but were adjusted to reflect the August 2012 stock split.
- (14) These stock appreciation rights were previously reported as covering 9,013 shares at an exercise price of \$73.95, but were adjusted to reflect the August 2012 stock split.
- (15) These stock appreciation rights were previously reported as covering 6,963 shares at an exercise price of \$93.54, but were adjusted to reflect the August 2012 stock split.

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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