

Brown George Garvin IV
 Form 4
 April 02, 2013

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 George Garvin IV

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)
 820 DIXIE HWY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/01/2013

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common | 12/11/2012 | | G | V 820 D \$ 0 | 231,330 ⁽¹⁾ | D | |
| Class A Common | 12/27/2012 | | G | V 2,240 D \$ 0 | 229,090 | D | |
| Class A Common | 04/01/2013 | | J ⁽¹⁶⁾ | 49,090 D \$ 73.6 | 180,000 | D | |
| Class A Common | 12/27/2012 | | G | V 2,240 A \$ 0 | 4,146 ⁽⁶⁾ | I | By Spouse |
| Class A Common | 04/01/2013 | | J ⁽¹⁶⁾ | 44,000 A \$ 73.6 | 44,000 | I | 2012 GRAT |

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| | | | | | | | | |
|-------------------|------------|-------------------------|--------|---|-------------|--------------------------|---|--|
| Class A Common | 04/01/2013 | <u>J⁽¹⁶⁾</u> | 5,090 | A | \$ 73.6 | 5,090 | I | 2010 GRAT |
| Class A Common | | | | | | 603,232 <u>(2)</u> | I | GGB4 2012 LLC |
| Class A Common | | | | | | 3,963,535 <u>(3)</u> | I | CBGB LLC |
| Class A Common | | | | | | 529,554 <u>(4)</u> | I | GGB4 2010#1 LLC |
| Class A Common | | | | | | 5,128 <u>(5)</u> | I | Crummey Trust |
| Class A Common | | | | | | 21 <u>(7)</u> | I | By G. Garvin Brown III estate |
| Class B Common | 04/01/2013 | <u>J⁽¹⁶⁾</u> | 17,418 | D | \$ 73.6 | 221,053 <u>(8)</u> | D | |
| Class B Common | 04/01/2013 | M | 1,880 | A | \$ 18.94 | 1,880 | D | |
| Class B Common | 04/01/2013 | <u>J⁽¹⁶⁾</u> | 17,418 | A | \$ 73.6 | 17,418 | I | 2010 GRAT |
| Class B Common | | | | | | 28,843 <u>(9)</u> | I | GGB4 2012 LLC |
| Class B Common | | | | | | 540,883 <u>(10)</u> | I | CBGB, LLC |
| Class B Common | | | | | | 78,300 <u>(11)</u> | I | GGB4 2010 #2 LLC |
| Class B Common | | | | | | 2,269 <u>(12)</u> | I | Crummey Trust |
| Class B Common | | | | | | 11,401.18 <u>(13)</u> | I | 401(k) Plan |
| Class B Common | | | | | | 2,746 <u>(14)</u> | I | By G. Garvin Brown III estate |

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 Security (Instr. 3 and 4) | 8. 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 | 04/01/2013 | | M | 1,880 | 05/01/2006 04/30/2013 | Class B Common | 1,880 | |
| Non-Qualified Stock Option (right to buy) | \$ 22.49 <u>(15)</u> | | | | | 05/01/2007 04/30/2014 | Class B Common | 3,000 <u>(15)</u> | |
| Stock Appreciation Right | \$ 28.58 <u>(15)</u> | | | | | 05/01/2008 04/30/2015 | Class B Common | 1,000 <u>(15)</u> | |
| Stock Appreciation Right | \$ 34.95 <u>(15)</u> | | | | | 05/01/2009 04/30/2016 | Class B Common | 1,400 <u>(15)</u> | |
| Stock Appreciation Right | \$ 33.76 <u>(15)</u> | | | | | 05/01/2010 04/30/2017 | Class B Common | 1,600 <u>(15)</u> | |
| Stock Appreciation Right | \$ 35.51 <u>(15)</u> | | | | | 05/01/2011 04/30/2018 | Class B Common | 1,500 <u>(15)</u> | |
| Stock Appreciation Right | \$ 27.05 <u>(15)</u> | | | | | 05/01/2012 04/30/2019 | Class B Common | 4,700 <u>(15)</u> | |
| Restricted Stock Unit | <u>(15)</u> <u>(17)</u> | | | | | <u>(19)</u> <u>(19)</u> | Class B Common | 882 | |
| Restricted Stock Unit | <u>(15)</u> <u>(17)</u> | | | | | <u>(20)</u> <u>(20)</u> | Class B Common | 3,300 <u>(15)</u> | |
| Deferred Stock Unit | <u>(15)</u> <u>(18)</u> | | | | | <u>(21)</u> <u>(21)</u> | Class B Common | 3,100 <u>(15)</u> | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Brown George Garvin IV 820 DIXIE HWY LOUISVILLE, KY 40210 | X | | Executive Vice President | |

Signatures

Laura H. Pulliam, Attorney in Fact for George Garvin
Brown IV

04/02/2013

__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) On August 10, 2012, the Class A and Class B common stock of Brown-Forman Corporation split 3-2, resulting in the reporting person's acquisition of 60,000 additional shares of Class A common stock. Also reflects acquisition of 52,150 shares resulting from the termination of the Trust u/a FBO Geo. Garvin Brown IV, a revocable trust.
- (2) Includes 201,077 additional Class A shares of common stock issued in the August stock split
- (3) Includes 1,321,178 additional Class A shares of common stock issued in the August stock split
- (4) Includes 176,518 additional Class A shares of common stock issued in the August stock split
- (5) Includes 1,709 additional Class A shares of common stock issued in the August stock split
- (6) Includes 635 additional Class A shares of common stock issued in the August stock split
- (7) Includes 7 additional Class A shares of common stock issued in the August stock split
- (8) Includes 74,094 additional Class B shares of common stock issued in the August stock split. Also reflects acquisition of 16,188 shares resulting from the termination of the Trust u/a FBO Geo. Garvin Brown IV, a revocable trust.
- (9) Includes 9,614 additional Class B shares of common stock issued in the August stock split
- (10) Includes 180,294 additional Class B shares of common stock issued in the August stock split
- (11) Includes 26,100 additional Class B shares of common stock issued in the August stock split
- (12) Includes 756 additional Class B shares of common stock issued in the August stock split
- (13) Number of shares the reporting person has acquired under the Brown-Forman 401(k) plan as of March 31, 2013
- (14) Includes 915 additional Class B shares of common stock issued in the August stock split
- (15) All outstanding derivative security amounts and exercise prices were adjusted to reflect the Issuer's August stock split and again on December 27, 2012, the record date for the Issuer's December 12, 2012 special cash dividend.
- (16) Represents transfer of stock to the undersigned's GRAT in exchange for cash held by the GRAT.
- (17) Each restricted stock unit represents a contingent right to receive one share of Brown-Forman Class B common stock.
- (18) Under the Brown-Forman Corporation Non-Employee Director Deferred Stock Unit Program each DSU represents the right to receive one share of the Company's Class B common stock.
- (19) The restricted stock units vest April 30, 2014.
- (20) The restricted stock units vest April 30, 2015.
- (21) Annual grants of DSUs vest over the course of the Board year. DSUs are paid out in class B common stock on the first February 1 that is at least six months following the Director's termination from Board service.

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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