

BROWN FORMAN CORP  
 Form 4  
 July 30, 2007

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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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 Sandra

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)  
 07/26/2007

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 Indirect Beneficial Ownership (Instr. 4) |     |                                    |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----|------------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount  | (D) | Price                              |
| Class A Common                  |                                      |  |                                |   | 13,456  | D  |   |     |                                    |
| Class A Common                  |                                      |  |                                |   | 2,116,314   | I  |   |     |                                    |
|                                 |                                      |  |                                |   |   |  |   |     | Amelia Frazier Trust               |
| Class A Common                  |                                      |  |                                |   | 2,772,671   | I  |   |     |                                    |
|                                 |                                      |  |                                |   |   |  |   |     | Harry S. Frazier Descendants Trust |
| Class B Common                  |                                      |  |                                |   | 1,638   | D  |   |     |                                    |

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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 Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|
| Stock Appreciation Right <sup>(2)</sup>    | \$ 73.55   |                                      |  | V                              | (A)   | 05/25/2006 04/30/2015                                    | Class B Common 376   |
| Stock Appreciation Right <sup>(2)</sup>    | \$ 70.63   |                                      |  |                                | (A)   | 07/27/2006 04/30/2016                                    | Class B Common 2,38  |
| Stock Appreciation Right <sup>(1)</sup>    | \$ 68.22   | 07/26/2007                           |  | A                              | 2,961   | 07/26/2007 04/30/2017                                    | Class B Common 2,96  |

## Reporting Owners

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

## Signatures

Diane Barhorst, Atty. in fact for Sandra Frazier 07/30/2007

\*\*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) No money was paid or received by the reporting person for this SAR.

(2) All outstanding option amounts and exercise prices were automatically adjusted on April 5, 2007, the record date for the Issuer's May 10, 2007 special distribution in partial liquidation of its consumer durables business segment.

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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