

Barzun Brooke Brown
 Form 4
 July 03, 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 *
 Barzun Brooke Brown

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 HWY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 06/29/2012

____ 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)	Price		
Class B Common					83,226	D	
Class B Common					237	I	Spouse
Class B Common					33,178	I	BBB Revocable Trust
Class B Common					16,886	I	Hackberry Manor LP
Class B Common					13,257	I	Hackberry II LP

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Class B Common						3,295	I	Hackberry 2007 LP
Class B Common						125	I	UTMA
Class B Common						375	I	UTMA
Class B Common						375	I	UTMA
Class B Common						1,320	I	Owsley Brown II IRA
Class B Common						26,298	I	CLB Grandchildren Eq. Tr.
Class B Common						8,597	I	Eleanor Lee Trusts
Class B Common						364	I	Hebe Exempt Trust
Class B Common	06/29/2012	<u>J</u> ⁽¹⁾	100,230	D	\$ 96.975	3,887,215	I	Hebe Three Limited Partnership
Class B Common	06/29/2012	S	65,200	D	\$ <u>(2)</u>	3,822,015	I	Hebe Three Limited Partnership
Class B Common	07/02/2012	S	99,210	D	\$ <u>(3)</u>	3,722,805	I	Hebe Three Limited Partnership
Class B Common	07/02/2012	S	1,590	D	\$ <u>(4)</u>	3,721,215	I	Hebe Three Limited Partnership
Class B Common	07/03/2012	S	28,245	D	\$ <u>(5)</u>	3,692,970	I	Hebe Three Limited Partnership
Class B Common	07/03/2012	S	755	D	\$ <u>(6)</u>	3,692,215	I	Hebe Three Limited Partnership
Class B Common						12,800	I	Longview Charitable LP
Class B Common						405	I	Trust fbo child
Class B Common						1,041	I	Trust fbo child
						1,041	I	Trust fbo child

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 June 29, 2012, Hebe Three Limited Partnership redeemed limited partnership units held by Olympus Three, LLC. The reporting person disclaims beneficial ownership of all shares held by such entities except to the extent of his pecuniary interest therein.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$96.50 to \$97.4425, inclusive. The reporting person undertakes to provide to Brown-Forman Corporation, any security holder of Brown-Forman Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2) to this Form 4.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$96.46 to \$97.43, inclusive. The reporting person undertakes to provide to Brown-Forman Corporation, any security holder of Brown-Forman Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (3) to this Form 4.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$97.47 to \$97.92, inclusive. The reporting person undertakes to provide to Brown-Forman Corporation, any security holder of Brown-Forman Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (4) to this Form 4.

(5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$96.00 to \$96.99, inclusive. The reporting person undertakes to provide to Brown-Forman Corporation, any security holder of Brown-Forman Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (5) to this Form 4.

(6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$97.00 to \$97.14, inclusive. The reporting person undertakes to provide to Brown-Forman Corporation, any security holder of Brown-Forman Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (6) to this Form 4.

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.