

Brown Martin S JR
 Form 4
 June 03, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 Martin S JR

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)

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

850 DIXIE HIGHWAY

06/01/2011

(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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Class A Common	06/01/2011		J ⁽¹⁾	V 83,088 A \$ 0	158,706	D	
Class A Common	06/01/2011		J ⁽¹⁾	V 83,088 D \$ 0	0	I	Nectar Trust
Class A Common					30	I	By Spouse
Class A Common					1,500	I	Trust f/b/o Children
Class A Common					5,508	I	UTMA f/b/o Child

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Class A Common						1,682	I	UTMA f/b/o Child	
Class A Common						13,626	I	Trust	
Class B Common	06/01/2011		J ⁽¹⁾ V	20,771	A	\$ 0	41,567	D	
Class B Common	06/01/2011		J ⁽¹⁾ V	20,772	D	\$ 0	0	I	Nectar Trust
Class B Common						7		I	Spouse
Class B Common						375		I	Trust f/b/o Children
Class B Common						2,502		I	UTMA f/b/o Child
Class B Common						795		I	UTMA f/b/o Child
Class B Common						3,406		I	Trust

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

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SEC 1474
(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	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right ⁽⁴⁾	\$ 58					05/25/2006	04/30/2015	Class B Common	477
Stock	\$ 55.69					07/27/2006	04/30/2016	Class B	3,023

Appreciation Right ⁽⁴⁾					Common	
Stock Appreciation Right ⁽⁴⁾	\$ 53.8	07/26/2007	04/30/2017	Class B Common		3,756
Stock Appreciation Right ⁽⁴⁾	\$ 56.58	07/24/2008	04/30/2018	Class B Common		3,447
Stock Appreciation Right ⁽⁴⁾	\$ 43.1	07/23/2009	04/30/2019	Class B Common		4,236
Deferred Stock Units	⁽²⁾	⁽³⁾	⁽³⁾	Class B Common		985.38

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown Martin S JR 850 DIXIE HIGHWAY LOUISVILLE, KY 40210		X		

Signatures

Diane M. Barhorst, Atty. in Fact for Martin S.
Brown, Jr. 06/03/2011

⁽¹⁾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) Distribution of shares from Nectar Trust to reporting person. BFB shares decreased by 1 share due to Trustee's conversion of fractional share to cash.
- (2) Each deferred stock unit represents a contingent right to receive one share of Brown-Forman Class B common stock.
- (3) The deferred stock units vest over the course of the Board year. Vested shares will be delivered to the reporting person on the first February 1st that is at least 6 months following the Director's termination from Board service.
- (4) All outstanding derivative security amounts and exercise prices were adjusted on December 10, 2010, the record date for the Issuer's December 28, 2010 special cash dividend.

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.