

Barzun Brooke Brown
Form 4
June 28, 2012

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 *
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)

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

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

850 DIXIE HWY
(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 or 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 A Common					157,404	D	
Class A Common					1,667	I	Spouse
Class A Common					9,436 ⁽¹⁾	I	GRAT
Class A Common					169,230 ⁽¹⁾	I	BBB Revocable Trust
Class A Common					67,547	I	Hackberry Manor LP

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Class A Common						53,030	I	Hackberry II LP
Class A Common						40,182	I	Hackberry 2007 LP
Class A Common						100,000	I	Hackberry 2010 LLC
Class A Common						12	I	Eleanor Lee Trusts
Class A Common						844,899	I	Hebe Three Limited Partnership ⁽²⁾
Class A Common	06/26/2012	S ⁽³⁾	5,725	D	\$ 90.48	0	I	Driftwood Holdings Three, LLC
Class A Common						8,709	I	Woodford Partners Kentucky, LLC
Class A Common						32,838	I	Longview Charitable LP
Class A Common						45,143	I	Trust fbo Owsley Brown III
Class A Common						3,136	I	Trust fbo child
Class A Common						5,679	I	Trust fbo child
Class A Common						5,679	I	Trust fbo child
Class A Common						980	I	Trust fbo children
Class A Common						493,740	I	Guilford-Brown LP
Class A Common						13,626	I	Trust fbo Brooke Barzun
Class A Common						2,220,077	I	Olympus Three LLC
Class B Common						83,226	D	
Class B Common						237	I	Spouse
Class B Common						33,178	I	BBB Revocable Trust

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Class B Common	16,886	I	Hackberry Manor LP
Class B Common	13,257	I	Hackberry II LP
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

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 (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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Barzun Brooke Brown 850 DIXIE HWY LOUISVILLE, KY 40210		X		

Signatures

Diane M. Barhorst, Atty in Fact for Brooke Brown
Barzun

06/28/2012

__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) Adjusted to reflect shares transferred from reporting person's revocable trust to GRATs of which the reporting person is trustee and sole annuitant.
 - (2) Adjusted to reflect change in form of ownership. On June 1, 2012, Hebe Limited Partnership contributed a pro rata portion of its Class A and Class B shares to Hebe Three Limited Partnership, with no change in the pecuniary interests therein.
 - (3) Represents sale of the reporting person's pecuniary interest in Driftwood Holding Three, LLC.

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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