

Barzun Brooke Brown
Form 4
January 14, 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 *
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)
07/11/2012

____ 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					187 ⁽¹⁾	I	UTMA
Class B Common					562 ⁽²⁾	I	UTMA
Class B Common					562 ⁽²⁾	I	UTMA
Class B Common					1,980 ⁽³⁾	I	Owsley Brown II IRA
Class B Common					39,447 ⁽⁴⁾	I	CLB Grandchildren Eq. Tr.

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Class B Common						12,895 ⁽⁵⁾	I	Eleanor Lee Trusts
Class B Common						546 ⁽⁶⁾	I	Hebe Exempt Trust
Class B Common						215,284 ⁽⁷⁾	I	Hebe Three Limited Partnership
Class B Common	08/20/2012		W	V	192,223 ⁽⁸⁾	D \$ 0 0	I	Hebe Non-Exempt Trust
Class B Common	08/20/2012		W	V	64,075	A \$ 0 64,075	I	Hebe Trust fbo Brooke Barzun
Class B Common	12/19/2012		G	V	43,470	D \$ 0 20,605	I	Hebe Trust fbo Brooke Barzun
Class B Common						19,200 ⁽⁹⁾	I	Longview Charitable LP
Class B Common						607 ⁽¹⁰⁾	I	Trust fbo child
Class B Common						1,561 ⁽¹¹⁾	I	Trust fbo child
Class B Common						1,561 ⁽¹¹⁾	I	Trust fbo child
Class B Common	12/24/2012		G	V	146,786	A \$ 0 147,153 ⁽¹²⁾	I	Trust fbo children
Class B Common						5,109 ⁽¹³⁾	I	Trust fbo Brooke Barzun
Class B Common						6,703,641 ⁽¹⁴⁾	I	Olympus Three, LLC

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.

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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	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
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of (D)
(Instr. 3,
4, and 5)

(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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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 01/14/2013

__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 62 additional shares of Class B common stock.
- (2) Includes additional 187 Class B shares issued in the August 2012 stock split.
- (3) Includes additional 660 Class B shares issued in the August 2012 stock split.
- (4) Includes additional 13,149 Class B shares issued in the August 2012 stock split.
- (5) Includes additional 4,298 Class B shares issued in the August 2012 stock split.
- (6) Includes additional 182 Class B shares issued in the August 2012 stock split.
- (7) Includes additional 71,761 Class B shares issued in the August 2012 stock split.
- (8) Includes additional 64,074 Class B shares issued in the August 2012 stock split.
- (9) Includes additional 6,400 Class B shares issued in the August 2012 stock split.
- (10) Includes additional 202 Class B shares issued in the August 2012 stock split.
- (11) Includes additional 520 Class B shares issued in the August 2012 stock split.
- (12) Includes additional 122 Class B shares issued in the August 2012 stock split.
- (13) Includes additional 1,703 Class B shares issued in the August 2012 stock split.
- (14) Includes additional 2,234,547 Class B shares issued in the August 2012 stock split.

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.