

BERG DONALD C

Form 4

May 04, 2010

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BERG DONALD C

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 HIGHWAY

(Street)

LOUISVILLE, KY 40210

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/30/2010

4. If Amendment, Date Original  
Filed(Month/Day/Year)

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

Chief Financial Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                   |
| Class A<br>Common                     | 04/30/2010                              |                                                             | F                                       |                                                                         | 467 <sup>(1)</sup>                                                                                                 | D                                                                    | \$<br>60.03 <sub>(2)</sub>              |
| Class B<br>Common                     | 04/30/2010                              |                                                             | F                                       |                                                                         | 639 <sup>(1)</sup>                                                                                                 | D                                                                    | \$<br>58.18 <sub>(2)</sub>              |
| Class B<br>Common                     |                                         |                                                             |                                         |                                                                         | 2,497.987 <sup>(3)</sup>                                                                                           | I                                                                    |                                         |

By 401(k)  
Plan

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**

SEC 1474  
(9-02)

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                             | Date<br>Exercisable<br>Expiration<br>Date                      | Title<br>Amount<br>or<br>Number<br>of Shares                        |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 26.67                                                              |                                         |                                                             |                                         |                                                                                                                       | 05/01/2004 04/30/2011                                          | Class B<br>Common 12,983                                            |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 25.06                                                              |                                         |                                                             |                                         |                                                                                                                       | 05/01/2005 04/30/2012                                          | Class B<br>Common 16,903                                            |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 30.62                                                              |                                         |                                                             |                                         |                                                                                                                       | 05/01/2006 04/30/2013                                          | Class B<br>Common 19,024                                            |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 36.35                                                              |                                         |                                                             |                                         |                                                                                                                       | 05/01/2007 04/30/2014                                          | Class B<br>Common 15,138                                            |
| Stock<br>Appreciation<br>Right                      | \$ 46.19                                                              |                                         |                                                             |                                         |                                                                                                                       | 05/01/2008 04/30/2015                                          | Class B<br>Common 13,062                                            |
| Stock<br>Appreciation<br>Right                      | \$ 56.5                                                               |                                         |                                                             |                                         |                                                                                                                       | 05/01/2009 04/30/2016                                          | Class B<br>Common 10,104                                            |
| Stock<br>Appreciation<br>Right                      | \$ 54.58                                                              |                                         |                                                             |                                         |                                                                                                                       | 05/01/2010 04/30/2017                                          | Class B<br>Common 11,567                                            |
| Stock<br>Appreciation<br>Right                      | \$ 57.4                                                               |                                         |                                                             |                                         |                                                                                                                       | 05/01/2011 04/30/2018                                          | Class B<br>Common 13,588                                            |
| Stock<br>Appreciation<br>Right                      | \$ 43.72                                                              |                                         |                                                             |                                         |                                                                                                                       | 05/01/2012 04/30/2019                                          | Class B<br>Common 22,264                                            |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                         |       |
|------------------------------------------------------------|---------------|-----------|-------------------------|-------|
|                                                            | Director      | 10% Owner | Officer                 | Other |
| BERG DONALD C<br>850 DIXIE HIGHWAY<br>LOUISVILLE, KY 40210 |               |           | Chief Financial Officer |       |

## Signatures

Diane Barhorst, Attorney in Fact for Donald C.  
Berg

05/04/2010

\_\_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) The reporting person surrendered 467 shares of Class A Common Stock and 639 shares of Class B Common Stock to satisfy a tax withholding obligation related to the vesting on April 30, 2010, of a July 28, 2005 grant of restricted shares.
- (2) The closing prices of BF-A and BF-B on April 30, 2010, were used to calculate the tax withholding obligation.
- (3) Number of shares the reporting person has acquired under the Brown-Forman 401(k) plan as of May 3, 2010.

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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