BROWN OWSLEY II
Form 4
November 22, 2010

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 *
BROWN OWSLEY II

(Last) (First) (Middle)

850 DIXIE HIGHWAY

(Street)

LOUISVILLE, KY 40210

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BROWN FORMAN CORP [BFA, BFB]

3. Date of Earliest Transaction (Month/Day/Year)
11/22/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common								127,500	D	
Class A Common								336,517	I	GRAT 1994
Class A Common								544,084	I	GRAT 2001
Class A Common								198,032	I	GRAT 2002
Class A Common								99,964	I	Longview LP

Class A Common						1,612	I	Guilford-Brown LP
Class A Common						3,789	I	Nectar LP
Class A Common						438,009	I	Ganymede LP
Class A Common						2,113,839	I	Olympus Three, LLC
Class A Common						173,579	I	Spouse
Class B Common	11/22/2010	M	40,000	A	$ 26.67	108,436	D	
Class B Common	11/22/2010	F	26,984	A	$ 64	81,452	D	
Class B Common	11/22/2010	S	13,016	A	$ 64.33 (1)	68,436	D	
Class B Common						84,129	I	GRAT 1994
Class B Common						140,482	I	GRAT 2001
Class B Common						52,643	I	GRAT 2002
Class B Common						43,499	I	Longview, LP
Class B Common						947	I	Nectar
Class B Common						433,236.25	I	Hebe, LP
Class B Common						3,171	I	Hebe Non-Exempt Trust fbo Owsley Brown II
Class B Common						1,092	I	Hebe Exempt Trust fbo Owsley Brown II
Class B Common						1,276,190	I	GANYMO Trust/Partnership
Class B Common						4,070,186	I	Olympus Three, LLC
Class B Common						26,298	I	Grandchildren's Equalization

				Trust 1998
Class B Common		43,270	I	Spouse

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 Amo Underlying Secu (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	An Nu Sh
Non_Qualified Stock Option (right to buy)	$ 26.67	11/22/2010		M			40,000	05/01/2004	04/30/2011	Class B Common	4
Non-Qualified Stock Option (right to buy)	$ 25.06							05/01/2005	04/30/2012	Class B Common	10
Non-Qualified Stock Option (right to buy)	$ 30.62							05/01/2006	04/30/2013	Class B Common	10
Non-Qualified Stock Option (right to buy)	$ 36.35							05/01/2007	04/30/2014	Class B Common	8
Stock Appreciation Right	$ 54.4							11/15/2007	04/30/2017	Class B Common	3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROWN OWSLEY II 850 DIXIE HIGHWAY LOUISVILLE, KY 40210		X		

Signatures

Diane M. Barhorst, Atty In Fact for: Owsley Brown II	11/22/2010
**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)	Price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from $64.27 to $64.40, 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 purchased at each separate price within this range.

Remarks:

Filing of this form should not be construed as an admission that the filing person is, for purposes of Section 16 of the Securitie

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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