

MAYER RICHARD P

Form 4/A

August 05, 2011

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 *
 MAYER RICHARD P

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)
 07/28/2011

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

4. If Amendment, Date Original
 Filed(Month/Day/Year)
 08/01/2011

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Class A Common					6,000	D	
Class B Common					15,252	D	

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

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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 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 30.18							07/24/2003	04/30/2013	Class B Common	3,923
Non-Qualified Stock Option (right to buy)	\$ 35.83							07/22/2004	04/30/2014	Class B Common	3,053
Stock Appreciation Right	\$ 45.53							07/28/2005	04/30/2015	Class B Common	3,550
Stock Appreciation Right	\$ 55.69							07/27/2006	04/30/2016	Class B Common	3,023
Stock Appreciation Right	\$ 53.8							07/26/2007	04/30/2017	Class B Common	3,750
Stock Appreciation Right	\$ 56.58							07/24/2008	04/30/2011	Class B Common	3,447
Stock Appreciation Right	\$ 43.1							07/23/2009	04/30/2019	Class B Common	7,812
Stock Appreciation Right	\$ 61.24							07/22/2010	04/30/2020	Class B Common	3,002
Deferred Stock Units	(1)	07/28/2011		A	812	(2)	(2)			Class B Common	811.3

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

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Director 10% Owner Officer Other

MAYER RICHARD P
850 DIXIE HIGHWAY
LOUISVILLE, KY 40210

X

Signatures

Diane M. Barhorst, Attn. in Fact for: Richard P.
Mayer

08/05/2011

__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).
- Under the Brown-Forman Corporation Non-Employee Director Deferred Stock Unit Program each DSU represents the right to receive
- (1) one share of the Company's Class B common stock. Grants made on July 28, 2011, were based on the closing price of the Company's Class B common stock on that date (\$73.95). On each dividend payment date, participants are credited with DSU equivalents.
 - (2) Annual grants of DSUs vest over the course of the Board year. DSUs are paid out in class B common stock on the first February 1 that is at least six months following the Director's termination from Board service.

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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