

Frazier Laura
Form 4
October 23, 2012

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 *
Frazier Laura

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)
10/19/2012

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

850 DIXIE HIGHWAY

(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 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)
Class A Common				(A) Amount Price	207,313 ⁽⁴⁾	D	
Class A Common				(A) Amount Price	354 ⁽⁵⁾	I	Cordt Huneke Trust
Class A Common				(A) Amount Price	354 ⁽⁵⁾	I	Chase Huneke Trust
Class A Common				(A) Amount Price	354 ⁽⁵⁾	I	Brooke Huneke Trust

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Class A Common						354 ⁽⁵⁾	I	Kelli Huneke Trust
Class A Common						5,922 ⁽⁶⁾	I	Brooke Huneke UTMA
Class A Common						5,922 ⁽⁶⁾	I	Kelli Huneke UTMA
Class A Common						4,860 ⁽⁷⁾	I	Annsley Frazier Thorton Trust
Class A Common	01/03/2012	G ⁽¹⁾	39,368	D	(1)	8,480,822 ⁽⁸⁾	I	Avish Agincourt, LLC
Class A Common	04/02/2012	G ⁽¹⁾	36,987	D	(1)	8,480,882	I	Avish Agincourt, LLC
Class A Common	07/02/2012	G ⁽¹⁾	V 32,154	D	(1)	8,480,882	I	Avish Agincourt, LLC
Class A Common	10/19/2012	J ⁽²⁾	590,039	A	(2)	8,480,882	I	Avish Agincourt, LLC
Class B Common						223,213 ⁽⁹⁾	D	
Class B Common						1,290 ⁽¹⁰⁾	I	Cordt Huneke Trust
Class B Common						1,702 ⁽¹¹⁾	I	Chase Huneke Trust
Class B Common						1,702 ⁽¹¹⁾	I	Brooke Huneke Trust
Class B Common						1,702 ⁽¹¹⁾	I	Kelli Huneke Trust
Class B Common						5,155 ⁽¹²⁾	I	Brooke Huneke UTMA
Class B Common						5,065 ⁽¹³⁾	I	Kelli Huneke

								UTMA	
Class B Common	01/03/2012		G ⁽¹⁾	25,000	D	(1)	5,385,486 (14)	I	Avish Agincourt, LLC
Class B Common	04/02/2012		G ⁽¹⁾	23,487	D	(1)	5,385,486	I	Avish Agincourt, LLC
Class B Common	07/02/2012		G ⁽¹⁾	V 20,418	D	(1)	5,385,486	I	Avish Agincourt, LLC
Class B Common	10/19/2012		J ⁽²⁾	374,684	A	(2)	5,385,486	I	Avish Agincourt, LLC
Class B Common	08/16/2012		W ⁽³⁾	V 1,093,749	A	\$ 0	1,093,749	I	OBF Revocable Trust
Class B Common	10/19/2012		S ⁽²⁾	534,545	D	\$ 67.11	559,204	I	OBF Revocable Trust

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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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. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

