#### **BROWN FORMAN CORP**

Form 4 April 15, 2016

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Brown Martin S JR Issuer Symbol BROWN FORMAN CORP [BFA, (Check all applicable) BFB] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director 10% Owner \_ Other (specify Officer (give title (Month/Day/Year) below) 850 DIXIE HIGHWAY 04/14/2016 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting LOUISVILLE, KY 40210 Person

(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative	Secur	ities Acq	uired, Disposed o	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			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 B Common	04/14/2016		Code V M	Amount 4,819	(D)	Price \$ 34.95	5,177	D	
Class B Common	04/14/2016		F	1,773	D	\$ 95.04 (1)	3,404	D	
Class A Common							259,473	D	
Class B Common							42,556	I	Atkinson Hill LLC
Class A Common							45	I	By Spouse

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Class B Common	10	I	By Spouse
Class B Common	25,146	I	By Trust
Class A Common	2,250	I	Trust fbo Children
Class B Common	562	I	Trust fbo Children
Class A Common	8,262	I	UTMA f/b/o Child-1
Class B Common	3,753	I	UTMA f/b/o Child-1
Class A Common	2,523	I	UTMA f/b/o Child-2
Class B Common	1,192	I	UTMA f/b/o Child-2

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

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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. Transacti Code (Instr. 8)	onof Derivative		6. Date Exercise Expiration Date (Month/Day/Y			7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour Number Shares	
Stock Appreciation Right	\$ 34.95	04/14/2016		M		4,819	07/27/2006	04/30/2016	Class B Common	4,8	
Deferred Stock Units	<u>(2)</u>						(3)	<u>(3)</u>	Class B Common	1,691	

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Stock Appreciation Right	\$ 27.05	07/23/2009	04/30/2019	Class B Common	6,75
Stock Appreciation Right	\$ 35.51	07/24/2008	04/30/2018	Class B Common	5,49
Stock Appreciation Right	\$ 33.7659	07/26/2007	04/30/2017	Class B Common	5,98

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
Brown Martin S JR							
850 DIXIE HIGHWAY	X						
LOUISVILLE KY 40210							

## **Signatures**

Kelly A. Bowen, Attorney in Fact for Martin S.
Brown, Jr.
04/15/2016

\*\*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 closing price of BF-B (\$95.04) on April 13, 2016 was used to calculate the withholding obligation.
- (2) Each deferred stock unit represents a contingent right to receive one share of Brown-Forman Class B common stock.
- (3) The deferred stock units vest over the course of the Board year. Vested shares will be delivered to the reporting person on the first February 1st that is at least 6 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. 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.

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