

BROWN FORMAN CORP
Form 4
March 14, 2017

FORM 4

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

OMB APPROVAL

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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 *
Whiting Lawson E

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)

3. Date of Earliest Transaction (Month/Day/Year)
03/10/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Chief Brands & Strategy

LOUISVILLE, KY 40210

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

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (A) or (D) Price | | |
| Class B Common | 03/10/2017 | | M | | 7,910 A \$ 19.215 | 7,910 | D |
| Class B Common | 03/10/2017 | | M | | 8,248 A \$ 13.525 | 16,158 | D |
| Class B Common | 03/10/2017 | | F | | 9,885 D \$ 46.21 (1) | 6,723 | D |
| Class B Common | 03/10/2017 | | S | | 6,723 D \$ 46.5201 | 0 | D |
| Class A Common | | | | | | 3,081 (2) | D |

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Class A
Common 2.6784 ⁽³⁾ I DRIP

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

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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 |
| Stock Appreciation Right | \$ 13.525 ⁽⁴⁾ | 03/10/2017 | | M | 8,248 | 05/01/2012 04/30/2019 | | Class B Common | 8,248 |
| Stock Appreciation Right | \$ 19.215 ⁽⁵⁾ | 03/10/2017 | | M | 7,910 | 05/01/2013 04/30/2020 | | Class B Common | 7,910 |
| Stock Appreciation Right | \$ 23.2 ⁽⁶⁾ | | | | | 05/01/2014 04/30/2021 | | Class B Common | 17,150 |
| Stock Appreciation Right | \$ 29.35 ⁽⁷⁾ | | | | | 05/01/2015 04/30/2022 | | Class B Common | 15,510 |
| Stock Appreciation Right | \$ 36.21 ⁽⁸⁾ | | | | | 05/01/2016 04/30/2023 | | Class B Common | 17,180 |
| Stock Appreciation Right | \$ 45.985 ⁽⁹⁾ | | | | | 05/01/2017 04/30/2024 | | Class B Common | 12,070 |
| Stock Appreciation Right | \$ 51.1265 ⁽¹⁰⁾ | | | | | 05/01/2018 04/30/2025 | | Class B Common | 15,740 |
| Stock Appreciation Right | \$ 49.005 ⁽¹¹⁾ | | | | | 05/01/2019 04/30/2026 | | Class B Common | 22,690 |

