

BROWN FORMAN CORP
Form 4
October 18, 2016

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 *
Steiner Lisa 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)

3. Date of Earliest Transaction (Month/Day/Year)
10/14/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Chief of Staff

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Class B Common | 10/14/2016 | | S | | 10,510 | D | \$ 45.3 |
| Class A Common | | | | | | | 0 ⁽¹⁾ |
| Class A Common | | | | | | | 15,292 ⁽²⁾ |
| Class A Common | | | | | | | 1,491.4544 ⁽³⁾ |
| Class B Common | | | | | | | 254.1236 ⁽³⁾ |
| | | | | | | I | DRIP |
| | | | | | | I | DRIP |

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

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(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 Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Appreciation Right | \$ 36.21 (4) | | | | | 05/01/2016 04/30/2023 | Class B Common | 13,478 (5) |
| Stock Appreciation Right | \$ 45.985 (4) | | | | | 05/01/2017 04/30/2024 | Class B Common | 10,934 (6) |
| Stock Appreciation Right | \$ 51.125 (4) | | | | | 05/01/2018 04/30/2025 | Class B Common | 11,282 (7) |
| Stock Appreciation Right | \$ 49.005 (4) | | | | | 05/01/2019 04/30/2026 | Class B Common | 15,014 (8) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Steiner Lisa P 850 DIXIE HIGHWAY LOUISVILLE, KY 40210 | | | SVP, Chief of Staff | |

Signatures

Michael E. Carr, Jr., Attorney in Fact for Lisa P. Steiner 10/18/2016

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) Reflects the acquisition of additional shares in the August 2016 stock split. Total also updated to correct prior reporting error.
- (2) On August 18, 2016, the Class A and Class B common stock of Brown-Forman Corporation split 2-1, resulting in the reporting person's acquisition of 7,646 additional shares.
- (3) Number of shares acquired through the issuer's dividend reinvestment plan as of October 17, 2016, including additional shares issued in the August 2016 stock split.
- (4) Exercise price adjusted as a result of the August 2016 stock split.
- (5) Reflects the acquisition of 6,739 additional SSARs in the August 2016 stock split.
- (6) Reflects the acquisition of 5,467 additional SSARs in the August 2016 stock split.
- (7) Reflects the acquisition of 5,641 additional SSARs in the August 2016 stock split.
- (8) Reflects the acquisition of 7,507 additional SSARs in the August 2016 stock split.

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.