

Barzun Brooke Brown
Form 4
January 14, 2013

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 *
Barzun Brooke Brown

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 HWY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/11/2012

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

LOUISVILLE, KY 40210
(City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Price | | | |
| Class B Common | | | | | 187 ⁽¹⁾ | I | UTMA |
| Class B Common | | | | | 562 ⁽²⁾ | I | UTMA |
| Class B Common | | | | | 562 ⁽²⁾ | I | UTMA |
| Class B Common | | | | | 1,980 ⁽³⁾ | I | Owsley Brown II IRA |
| Class B Common | | | | | 39,447 ⁽⁴⁾ | I | CLB Grandchildren Eq. Tr. |

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| | | | | | | | | |
|-------------------|------------|--|---|---|---------------------------|--------------------------------|---|--------------------------------------|
| Class B Common | | | | | | 12,895 ⁽⁵⁾ | I | Eleanor Lee Trusts |
| Class B Common | | | | | | 546 ⁽⁶⁾ | I | Hebe Exempt Trust |
| Class B Common | | | | | | 215,284 ⁽⁷⁾ | I | Hebe Three Limited Partnership |
| Class B Common | 08/20/2012 | | W | V | 192,223 ⁽⁸⁾ | D \$ 0 0 | I | Hebe Non-Exempt Trust |
| Class B Common | 08/20/2012 | | W | V | 64,075 | A \$ 0 64,075 | I | Hebe Trust fbo Brooke Barzun |
| Class B Common | 12/19/2012 | | G | V | 43,470 | D \$ 0 20,605 | I | Hebe Trust fbo Brooke Barzun |
| Class B Common | | | | | | 19,200 ⁽⁹⁾ | I | Longview Charitable LP |
| Class B Common | | | | | | 607 ⁽¹⁰⁾ | I | Trust fbo child |
| Class B Common | | | | | | 1,561 ⁽¹¹⁾ | I | Trust fbo child |
| Class B Common | | | | | | 1,561 ⁽¹¹⁾ | I | Trust fbo child |
| Class B Common | 12/24/2012 | | G | V | 146,786 | A \$ 0 147,153 ⁽¹²⁾ | I | Trust fbo children |
| Class B Common | | | | | | 5,109 ⁽¹³⁾ | I | Trust fbo Brooke Barzun |
| Class B Common | | | | | | 6,703,641 ⁽¹⁴⁾ | I | Olympus Three, LLC |

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 | 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. Nu |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|

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of (D)
(Instr. 3,
4, and 5)

(Instr

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|------------------|-----------------|-------|----------------------------|
|------|---|-----|-----|------------------|-----------------|-------|----------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Barzun Brooke Brown 850 DIXIE HWY LOUISVILLE, KY 40210 | | X | | |

Signatures

Diane M. Barhorst, Atty in Fact for Brooke Brown
Barzun 01/14/2013

__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) On August 10, 2012, the Class A and Class B common stock of Brown-Forman Corporation split 3-2, resulting in the reporting person's acquisition of 62 additional shares of Class B common stock.
- (2) Includes additional 187 Class B shares issued in the August 2012 stock split.
- (3) Includes additional 660 Class B shares issued in the August 2012 stock split.
- (4) Includes additional 13,149 Class B shares issued in the August 2012 stock split.
- (5) Includes additional 4,298 Class B shares issued in the August 2012 stock split.
- (6) Includes additional 182 Class B shares issued in the August 2012 stock split.
- (7) Includes additional 71,761 Class B shares issued in the August 2012 stock split.
- (8) Includes additional 64,074 Class B shares issued in the August 2012 stock split.
- (9) Includes additional 6,400 Class B shares issued in the August 2012 stock split.
- (10) Includes additional 202 Class B shares issued in the August 2012 stock split.
- (11) Includes additional 520 Class B shares issued in the August 2012 stock split.
- (12) Includes additional 122 Class B shares issued in the August 2012 stock split.
- (13) Includes additional 1,703 Class B shares issued in the August 2012 stock split.
- (14) Includes additional 2,234,547 Class B shares issued in the August 2012 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.