

BROWN FORMAN CORP

Form 4

January 18, 2017

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(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)
01/13/2017

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) 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)
____X____ 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	01/13/2017		M		13,478	A	\$ 44.17	22,462 ⁽¹⁾	D
Class B Common	01/13/2017		F		12,042	D	\$ 44.17 ⁽²⁾	10,462	D
Class B Common	01/13/2017		S		1,436	D	\$ 43.875 ⁽³⁾	8,984	D
Class B Common	01/13/2017		S		8,502	D	\$ 43.9197	482	D
Class A Common								16,900 ⁽¹⁾	D

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Class B Common	259,5696 ⁽⁴⁾	I	DRIP
Class A Common	1,563.6168 ⁽⁴⁾	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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Stock Appreciation Right	\$ 36.21	01/13/2017		M	13,478	05/01/2016 04/30/2023	Class B Common	13,4
Stock Appreciation Right	\$ 49.005					05/01/2019 04/30/2026	Class B Common	15,0
Stock Appreciation Right	\$ 51.125					05/01/2018 04/30/2025	Class B Common	11,2
Stock Appreciation Right	\$ 45.985					05/01/2017 04/30/2024	Class B Common	10,9

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

01/18/2017

__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) Total updated to correct prior reporting error.
- (2) The closing price of BF-B on January 12, 2017 was used to calculate the withholding obligation.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.871 to \$43.88, inclusive. The reporting person undertakes to provide to Brown-Forman Corporation, any security holder of
(3) Brown-Forman Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (4) Number of shares acquired through the issuer's dividend reinvestment plan as of January 17, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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