

BROWN FORMAN CORP

Form 4

August 01, 2016

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 *
Hamel Matthew 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)
07/28/2016

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP, Gen Counsel and Secretary

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 Ownership (Instr. 4)
Class B Common	07/28/2016		M	V Amount (A) or (D) Price 3,800 A \$ 33.65	5,306.0997 (1)	D	
Class B Common	07/28/2016		F	2,323 D \$ 98.01 (2)	2,983.0997 (1)	D	
Class A Common					10,633	D	
Class A Common					608.1374 (3)	I	DRIP
Class B Common					35.7332 (4)	I	ESPP

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Class B
Common

5,404,2018
(5)

I

By 401k

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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Stock Appreciation Right ⁽⁶⁾	\$ 98.01	07/28/2016		A		22,172		05/01/2019	04/30/2026	Class B Common	2
Stock Appreciation Right	\$ 33.65	07/28/2016		M		3,800		05/01/2010	04/30/2017	Class B Common	2
Stock Appreciation Right	\$ 35.51							05/01/2011	04/30/2018	Class B Common	1
Stock Appreciation Right	\$ 27.05							05/01/2012	04/30/2019	Class B Common	2
Stock Appreciation Right	\$ 38.43							05/01/2013	04/30/2020	Class B Common	2
Stock Appreciation Right	\$ 46.4							05/01/2014	04/30/2021	Class B Common	2
Stock Appreciation Right	\$ 58.7							05/01/2015	04/30/2022	Class B Common	2
Stock Appreciation Right	\$ 72.42							05/01/2016	04/30/2023	Class B Common	1
	\$ 91.97							05/01/2017	04/30/2024		1

Stock
Appreciation
Right

Class B
Common

Stock
Appreciation \$ 102.25
Right

05/01/2018 04/30/2025

Class B
Common

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hamel Matthew E 850 DIXIE HIGHWAY LOUISVILLE, KY 40210			EVP, Gen Counsel and Secretary	

Signatures

Michael E. Carr, Jr., Attorney in Fact for Matthew E.
Hamel

08/01/2016

__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) On July 7, 2016, the reporting person transferred 1,506.0997 shares from his ESPP account to direct holdings.
- (2) The closing price of BF-B on July 28, 2016, was used to calculate the withholding obligation.
- (3) Number of shares acquired through the issuer's dividend reinvestment plan as of July 27, 2016.
- (4) Number of shares acquired through the issuer's employee stock purchase program as of July 27, 2016. Total has been updated to reflect the transfer of 1,506.0997 shares from the ESPP to the reporting person's direct holdings on July 7, 2016.
- (5) Number of shares acquired through the issuer's 401(k) plan as of July 27, 2016.
- (6) No money was paid to or received by the reporting person for these SSARs.

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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