

BROWN FORMAN CORP
Form 4
July 15, 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 *
Holland Augusta 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 HIGHWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/18/2016

Director 10% Owner
 Officer (give title below) 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 A Common	05/18/2016		W	V 897 A \$ 0	897	I	Owsley Brown II Estate
Class B Common	05/18/2016		W	V 611 A \$ 0	611	I	Owsley Brown II Estate
Class A Common	06/14/2016		G	V 164,780 D \$ 0	31,492	I	CLB Grandchildren Eq. Tr.
Class B Common	06/14/2016		G	V 101,880 D \$ 0	20,805	I	CLB Grandchildren Eq. Tr.
	06/14/2016		G	V 20,687 A \$ 0	20,687	I	

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Class A Common									CLB Trust fbo Cora Holland
Class B Common	06/14/2016	G	V	11,334	A	\$ 0	11,334	I	CLB Trust fbo Cora Holland
Class A Common	06/14/2016	G	V	21,728	A	\$ 0	21,728	I	CLB Trust fbo Owsley Holland
Class B Common	06/14/2016	G	V	12,244	A	\$ 0	12,244	I	CLB Trust fbo Owsley Holland
Class A Common	06/14/2016	G	V	21,728	A	\$ 0	21,728	I	CLB Trust fbo Lilla Holland
Class B Common	06/14/2016	G	V	12,244	A	\$ 0	12,244	I	CLB Trust fbo Lilla Holland
Class A Common	07/12/2016	W	V	885	A	\$ 0	885	I	OB2 Martial Trust ⁽¹⁾
Class B Common	07/12/2016	W	V	603	A	\$ 0	202,339	I	OB2 Marital Trust ⁽¹⁾
Class A Common	07/12/2016	W	V	12	A	\$ 0	12	I	OB2 Reverse QTIP Trust ⁽²⁾
Class B Common	07/12/2016	W	V	8	A	\$ 0	51,448	I	OB2 Reverse QTIP Trust ⁽²⁾
Class A Common	07/12/2016	W	V	897	D	\$ 0	0	I	Owsley Brown II Estate
Class B Common	07/12/2016	W	V	611	D	\$ 0	0	I	Owsley Brown II Estate
Class A Common							517,105	D	
Class B Common							52,591 ⁽³⁾	D	
Class B Common							55,746 ⁽³⁾	I	ABH GRAT 2007
Class B Common							962 ⁽⁴⁾	I	Holland Family Trust
Class A Common							115,886	I	Trust fbo Children
Class B Common							96,196	I	Trust fbo Children
Class A Common							2,742	I	Trust fbo Child-3
Class A							241,142	I	ABH GRAT

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Common						2007
Class A Common		18	I			Eleanor Lee Trusts
Class B Common		5,109	I			Trust fbo Augusta Holland
Class B Common		95,485	I			OB3 GST Exempt Trust
Class A Common		316,837	I			Hebe Three Limited Partnership
Class A Common		20,439	I			Trust fbo Augusta Holland

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)	8. Price of Derivative Security (Instr. 5)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Deferred Stock Units	(5)					(6)	(6)	Class A Common	591.64

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Holland Augusta Brown
850 DIXIE HIGHWAY
LOUISVILLE, KY 40210

X X

Signatures

Michael E. Carr, Attorney in Fact for Augusta Brown
Holland

07/15/2016

__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) Formerly known as the GST Non-Exempt QTIP Trust.
- (2) Formerly known as the GST Exempt QTIP Trust.
- (3) Totals updated to reflect distribution of 555 Class B shares by GRAT to direct holdings on April 1, 2016.
- (4) Total updated to correct prior error.

(5) Under the Brown-Forman Non-Employee Director Deferred Stock Unit Program each DSU represents the right to receive one share of the Company's Class A common stock. Grants made on July 23, 2015, were based on the closing price of the Company's Class A common stock on that date (\$111.30). On each dividend payment date, participants are credited with DSU equivalents.

(6) Annual grants of DSUs vest over the course of the Board year. DSUs are paid out in Class A common stock on the first February 1 that is at least six months following the Director's termination from Board service.

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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