

BROWN FORMAN CORP
Form 4
March 31, 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)
12/07/2015

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) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|--------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Class A Common | 12/08/2015 | | G | | 125 | A | \$ 0 517,105 | D | |
| Class A Common | 12/08/2015 | | G | | 125 | A | \$ 0 2,375 | I | By Spouse |
| Class A Common | 12/07/2015 | | G | | 886 | D | \$ 0 0 | I | JT WROS |
| Class B Common | 12/07/2015 | | G | | 222 | D | \$ 0 0 | I | JT WROS |
| Class A Common | 12/09/2015 | | G | | 13,626 | A | \$ 0 30,472 | I | OB3 GST Exempt Trust (1) |

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| | | | | | | | | |
|-------------------|------------|---|-------|---|------|---------|---|---------------------------------|
| Class A Common | 12/09/2015 | G | 5,358 | A | \$ 0 | 5,358 | I | OB3 GST Non-Exempt Trust |
| Class A Common | 12/10/2015 | G | 792 | A | \$ 0 | 126,881 | I | Trust fbo Barzun Children |
| Class A Common | 12/07/2015 | G | 886 | A | \$ 0 | 115,886 | I | Trust fbo Children |
| Class B Common | 12/07/2015 | G | 222 | A | \$ 0 | 96,196 | I | Trust fbo Children |
| Class A Common | 12/08/2015 | G | 125 | A | \$ 0 | 3,783 | I | Trust fbo Child-1 |
| Class A Common | 12/08/2015 | G | 125 | A | \$ 0 | 2,742 | I | Trust fbo Child-2 |
| Class A Common | 12/08/2015 | G | 125 | A | \$ 0 | 2,742 | I | Trust fbo Child-3 |
| Class A Common | | | | | | 241,142 | I | ABH GRAT 2007 |
| Class B Common | | | | | | 56,301 | I | ABH GRAT 2007 |
| Class A Common | | | | | | 42,154 | I | ABH GRAT 2011 |
| Class A Common | | | | | | 44,301 | I | Birdnest 2006 Ltd. |
| Class B Common | | | | | | 2,356 | I | By Spouse |
| Class A Common | | | | | | 2,290 | I | CLB 2012 Trust |
| Class B Common | | | | | | 45,671 | I | CLB 2012 Trust |
| Class A Common | | | | | | 196,272 | I | CLB Grandchildren Eq. Tr. |
| Class B Common | | | | | | 122,685 | I | CLB Grandchildren Eq. Tr. |
| Class A Common | | | | | | 18 | I | Eleanor Lee Trusts |
| Class B Common | | | | | | 12,895 | I | Eleanor Lee Trusts |
| Class B Common | | | | | | 51,440 | I | GST Exempt QTIP Trust |

| | | | |
|-------------------|---------|---|---------------------------------------|
| Class B Common | 201,736 | I | GST Non-Exempt QTIP Trust |
| Class B Common | 546 | I | Hebe Exempt Trust |
| Class A Common | 316,837 | I | Hebe Three Limited Partnership |
| Class B Common | 215,284 | I | Hebe Three Limited Partnership |
| Class B Common | 959 | I | Holland Family Trust |
| Class B Common | 95,485 | I | OB3 GST Exempt Trust <u>(1)</u> |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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) | 8. Price of Derivative Security (Instr. 5) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |
| Deferred Stock Units | (2) | | | | | (3) | (3) | Class A Common | 591.64 |

Reporting Owners

Reporting Owner Name / Address Relationships

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Director 10% Owner Officer Other

Holland Augusta Brown
850 DIXIE HIGHWAY
LOUISVILLE, KY 40210

X X

Signatures

Kelly A. Bowen, Attorney in Fact for Augusta Brown
Holland

03/31/2016

__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 Trust fbo Owsley Brown III.
Under the Brown-Forman Non-Employee Director Deferred Stock Unit Program each DSU represents the right to receive one share of
- (2) 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.
- (3) 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. 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.