

Brown Martin S JR
Form 4
July 27, 2009

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 *
Brown Martin S JR

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)
07/23/2009

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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Class A Common					75,618	D	
Class A Common					83,088	I	Nectar Trust
Class A Common					30	I	By Spouse
Class A Common					1,500	I	Trust f/b/o Children
Class A Common					5,508	I	UTMA f/b/o Child

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Class A Common	1,682	I	UTMA f/b/o Child
Class A Common	13,626	I	Trust
Class B Common	20,796 ⁽¹⁾	D	
Class B Common	20,772 ⁽²⁾	I	Nectar Trust
Class B Common	7 ⁽³⁾	I	Spouse
Class B Common	375 ⁽⁴⁾	I	Trust f/b/o Children
Class B Common	2,502 ⁽⁵⁾	I	UTMA f/b/o Child
Class B Common	795 ⁽⁶⁾	I	UTMA f/b/o Child
Class B Common	3,406 ⁽⁷⁾	I	Trust

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)	Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	
Stock Appreciation Right ⁽⁸⁾	\$ 58.84					05/25/2006 04/30/2015	Class B Common	470
Stock Appreciation	\$ 56.5					07/27/2006 04/30/2016	Class B Common	2,98

Right ⁽⁹⁾									
Stock									
Appreciation	\$ 54.58				07/26/2007	04/30/2017		Class B Common	3,700
Right ⁽¹⁰⁾									
Stock									
Appreciation	\$ 57.4				07/24/2008	04/30/2018		Class B Common	3,390
Right ⁽¹¹⁾									
Stock									
Appreciation	\$ 43.72	07/23/2009		A	4,175	07/23/2009	04/30/2019	Class B Common	4,175
Right									

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown Martin S JR 850 DIXIE HIGHWAY LOUISVILLE, KY 40210		X		

Signatures

Holli H. Lewis, Atty. in Fact for Martin S.
Brown, Jr. 07/27/2009

**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) In October 2008, the Issuer completed a stock distribution of one share of Class B common stock for every four shares of either Class A or Class B common stock held. This total has been adjusted to reflect 19,282 Class B shares received through the distribution.
- (2) This total has been adjusted to reflect 20,772 Class B shares received through the Issuer's October 2008 stock distribution.
- (3) This total has been adjusted to reflect 7 Class B shares received through the Issuer's October 2008 stock distribution.
- (4) This total has been adjusted to reflect 375 Class B shares received through the Issuer's October 2008 stock distribution.
- (5) This total has been adjusted to reflect 1602 Class B shares received through the Issuer's October 2008 stock distribution.
- (6) This total has been adjusted to reflect 495 Class B shares received through the Issuer's October 2008 stock distribution.
- (7) This total has been adjusted to reflect 3406 Class B shares received through the Issuer's October 2008 stock distribution.
- (8) These stock appreciation rights were previously reported as covering 376 shares at an exercise price of \$73.55 per share, but were adjusted to reflect the October 2008 stock distribution.
- (9) These stock appreciation rights were previously reported as covering 2,384 shares at an exercise price of \$70.63 per share, but were adjusted to reflect the October 2008 stock distribution.
- (10) These stock appreciation rights were previously reported as covering 2,961 shares at an exercise price of \$68.22 per share, but were adjusted to reflect the October 2008 stock distribution.
- (11) These stock appreciation rights were previously reported as covering 3,398 shares at an exercise price of \$57.40 per share, but were adjusted to reflect the October 2008 stock distribution.

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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