

Jones Jill Ackerman
 Form 4
 January 17, 2013

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 *
 Jones Jill Ackerman

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 HWY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/15/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Executive Vice President

LOUISVILLE, KY 40210

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

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common | | | | | 8,527 ⁽¹⁾ | D | |
| Class A Common | | | | | 2,212.3 ⁽²⁾ | I | ESPP |
| Class B Common | 01/15/2013 | | P | 2,060 A | \$ 63.4399 ⁽³⁾ 3,840 ⁽⁴⁾ | D | |
| Class B Common | | | | | 45 ⁽⁵⁾ | I | Trust FBO Child |
| | | | | | 45 ⁽⁵⁾ | I | |

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| | | | | | | |
|-------------------|--|--|--|------------------------|---|-----------------------|
| Class B Common | | | | | | Trust FBO Child |
| Class B Common | | | | 298.25 ⁽⁶⁾ | I | ESPP |
| Class B Common | | | | 6,660.2 ⁽⁷⁾ | I | 401(k) Plan |

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.

SEC 1474
(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Appreciation Right | \$ 30.36 ⁽⁸⁾ | | | | | 05/01/2008 04/30/2015 | Class B Common 5,553 ⁽⁸⁾ |
| Stock Appreciation Right | \$ 37.13 ⁽⁹⁾ | | | | | 05/01/2009 04/30/2016 | Class B Common 3,009 ⁽⁹⁾ |
| Stock Appreciation Right | \$ 35.87 ⁽¹⁰⁾ | | | | | 05/01/2010 04/30/2017 | Class B Common 6,117 ⁽¹⁰⁾ |
| Stock Appreciation Right | \$ 37.72 ⁽¹¹⁾ | | | | | 05/01/2011 04/30/2018 | Class B Common 8,192 ⁽¹¹⁾ |
| Stock Appreciation Right | \$ 28.74 ⁽¹²⁾ | | | | | 05/01/2012 04/30/2019 | Class B Common 12,945 ⁽¹²⁾ |
| | | | | | | 05/01/2013 04/30/2020 | |

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| | | | | | |
|--------------|----------------------|------------|------------|---------|-------------|
| Stock | \$ 40.83 | | | Class B | 14,217 |
| Appreciation | <u>(13)</u> | | | Common | <u>(13)</u> |
| Right | | | | | |
| Stock | | | | Class B | 15,773 |
| Appreciation | \$ 49.3 <u>(14)</u> | 05/01/2014 | 04/30/2021 | Common | <u>(14)</u> |
| Right | | | | | |
| Stock | | | | Class B | 10,445 |
| Appreciation | \$ 62.36 <u>(15)</u> | 05/01/2015 | 04/30/2022 | Common | <u>(15)</u> |
| Right | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Jones Jill Ackerman 850 DIXIE HWY LOUISVILLE, KY 40210 | | | Executive Vice President | |

Signatures

| | |
|--|------------|
| Diane M. Barhorst, Attorney-in-Fact for Jill Ackerman Jones | 01/17/2013 |
| <u>**Signature of Reporting Person</u> | 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 August 10, 2012, the Class A and Class B common stock of Brown-Forman Corporation split 3-2, resulting in the reporting person's acquisition of 2,852 additional Class A shares of common stock.
- (2) Number of Class A shares the reporting person has acquired through the Brown-Forman Corporation Employee Stock Purchase Program as of close of business on January 15, 2013, including 676.64 additional Class A shares of common stock issued in the August stock split.
- (3) The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$63.4393 to \$63.44, inclusive. The reporting person undertakes to provide to Brown-Forman Corporation, any security holder of Brown-Forman Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in footnote (3) to this Form 4.
- (4) Includes 5,934 additional Class B shares of common stock issued in the August stock split.
- (5) Includes 15 additional Class B shares of common stock issued in the August stock split.
- (6) Number of Class B shares the reporting person has acquired through the Brown-Forman Corporation Employee Stock Purchase Program as of close of business on January 15, 2013, including additional 92.77 Class B shares of common stock issued in the August stock split.
- (7) Number of shares the reporting person has acquired under the Brown-Forman 401(k) plan as of January 16, 2013, including additional Class B shares of Class B common stock issued in the August stock split.
- (8) These stock appreciation rights were previously reported as covering 3,702 shares at an exercise price of \$45.53, but were adjusted to reflect the August 2012 stock split.
- (9) These stock appreciation rights were previously reported as covering 2,006 shares at an exercise price of \$55.69, but were adjusted to reflect the August 2012 stock split.
- (10)

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These stock appreciation rights were previously reported as covering 4,078 shares at an exercise price of \$53.80, but were adjusted to reflect the August 2012 stock split.

- (11) These stock appreciation rights were previously reported as covering 5,461 shares at an exercise price of \$56.58, but were adjusted to reflect the August 2012 stock split.
- (12) These stock appreciation rights were previously reported as covering 8,630 shares at an exercise price of \$43.10, but were adjusted to reflect the August 2012 stock split.
- (13) These stock appreciation rights were previously reported as covering 9,478 shares at an exercise price of \$61.24, but were adjusted to reflect the August 2012 stock split.
- (14) These stock appreciation rights were previously reported as covering 10,515 shares at an exercise price of \$73.95, but were adjusted to reflect the August 2012 stock split.
- (15) These stock appreciation rights were previously reported as covering 6,963 shares at an exercise price of \$93.54, but were adjusted to reflect the August 2012 stock split.

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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