

BROWN FORMAN CORP
Form 4
May 03, 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 *
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)
04/30/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify 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)
 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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Class A Common	04/30/2016		F	841 ⁽¹⁾ D 103.71 ₍₂₎	9,124 ⁽³⁾	D	
Class B Common					5,160.927 ⁽⁴⁾	I	By 401k
Class A Common					577.5515 ⁽⁵⁾	I	DRIP
Class B Common					1,513.2477 ₍₆₎	I	ESPP

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 of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 33.65					05/01/2010	04/30/2017	Class B Common	15,159
Stock Appreciation Right	\$ 35.51					05/01/2011	04/30/2018	Class B Common	14,647
Stock Appreciation Right	\$ 27.05					05/01/2012	04/30/2019	Class B Common	29,998
Stock Appreciation Right	\$ 38.43					05/01/2013	04/30/2020	Class B Common	25,177
Stock Appreciation Right	\$ 46.4					05/01/2014	04/30/2021	Class B Common	23,942
Stock Appreciation Right	\$ 58.7					05/01/2015	04/30/2022	Class B Common	22,195
Stock Appreciation Right	\$ 72.42					05/01/2016	04/30/2023	Class B Common	16,847
Stock Appreciation Right	\$ 91.97					05/01/2017	04/30/2024	Class B Common	13,222
Stock	\$ 102.25					05/01/2018	04/30/2025	Class B	15,084

Appreciation
Right

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

Kelly A. Bowen, Attorney in Fact for Matthew E.
Hamel

05/03/2016

__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) To satisfy withholding obligations associated with the July 26, 2012 grant of Class A common stock that vested on April 30, 2016, the reporting person surrendered 841 shares of Class A common stock.
 - (2) The closing price of BF-A (\$103.71) on April 29, 2016 was used to calculate the withholding obligation.
 - (3) Updated to correct prior mathematical error.
 - (4) The number of shares acquired through the issuer's 401(k) plan as of April 26, 2016.
 - (5) Number of shares acquired through the issuer's dividend reinvestment plan as of April 27, 2016.
 - (6) Number of shares acquired through the issuer's employee stock purchase program as of April 27, 2016.

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.