

BROWN FORMAN CORP
Form 4
June 14, 2017

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 Stuart R

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)
12/21/2015

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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Class A Common | 01/07/2016 | | G | | 265 | A | \$ 0 156,228 | D |
| Class A Common | 01/08/2016 | | G | | 4 | A | \$ 0 156,232 | D |
| Class A Common | 08/11/2016 | | G | V | 51,135 | A | \$ 0 414,734 ⁽¹⁾ | D |
| Class A Common | 01/12/2017 | | G | V | 602 | A | \$ 0 415,336 | D |
| Class A Common | 02/15/2017 | | G | V | 2,300 | D | \$ 0 413,036 | D |

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| | | | | | | | | |
|-------------------|------------|---|----------|---|-------------|------------------------|---|---------------------------------|
| Class A Common | 01/07/2016 | G | 265 | A | \$ 0 | 1,076 | I | Child-1 account |
| Class A Common | 01/08/2016 | G | 4 | A | \$ 0 | 1,080 | I | Child-1 account |
| Class A Common | 01/12/2017 | G | V 602 | A | \$ 0 | 2,762 ⁽²⁾ | I | Child-1 account |
| Class A Common | 02/15/2017 | G | V 575 | A | \$ 0 | 3,337 | I | Child-1 account |
| Class A Common | 05/24/2016 | J | 114,151 | A | \$ 0 | 228,302 ⁽³⁾ | I | SKCJ Investments LLC |
| Class A Common | 01/12/2017 | G | V 602 | A | \$ 0 | 602 | I | Child-2 account |
| Class A Common | 02/15/2017 | G | V 575 | A | \$ 0 | 1,177 | I | Child-2 account |
| Class B Common | 08/11/2016 | G | V 72,684 | A | \$ 0 | 207,680 ⁽⁴⁾ | D | |
| Class B Common | 12/21/2015 | G | 270 | A | \$ 0 | 3,115 | I | By Spouse |
| Class B Common | 12/24/2015 | G | 6 | A | \$ 0 | 3,121 | I | By Spouse |
| Class B Common | 12/16/2016 | G | V 309 | A | \$ 0 | 6,551 ⁽⁵⁾ | I | By Spouse |
| Class B Common | 12/22/2016 | G | V 307 | A | \$ 0 | 6,858 | I | By Spouse |
| Class B Common | 04/12/2016 | S | 150 | D | \$ 95.76 | 9,918 ⁽⁶⁾ | I | 2015 Trust |
| Class B Common | 05/24/2016 | J | 27,657 | A | \$ 0 | 55,314 ⁽⁷⁾ | I | SKCJ Investments LLC |
| Class A Common | | | | | | 40,878 ⁽⁸⁾ | I | 2015 Trust |
| Class A Common | | | | | | 36,104 ⁽⁹⁾ | I | Hedge Street Partners LLC |
| Class B Common | | | | | | 9,024 ⁽¹⁰⁾ | I | Hedge Street Partners LLC |

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

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displays a currently valid OMB control number.

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) | 9. Nu... |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Brown Stuart R 850 DIXIE HIGHWAY LOUISVILLE, KY 40210 | | X | | |

Signatures

Michael E. Carr, Jr. Attorney in Fact for Stuart R. Brown
 **Signature of Reporting Person
 Date 06/14/2017

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 August 2016, the Class A and Class B common stock of Brown-Forman Corporation split 2-1, resulting in the reporting person's acquisition of 207,367 additional shares.
- (2) Reflects the acquisition of 1,080 additional shares in the August 2016 stock split.
- (3) Reflects the acquisition of 114,151 additional shares in the August 2016 stock split.
- (4) Reflects the acquisition of 103,840 additional shares in the August 2016 stock split.
- (5) Reflects the acquisition of 3,121 additional shares in the August 2016 stock split.
- (6) Reflects the acquisition of 5,109 additional shares in the August 2016 stock split.
- (7) Reflects the acquisition of 27,657 additional shares in the August 2016 stock split.
- (8) Reflects the acquisition of 20,439 additional shares in the August 2016 stock split.
- (9) Reflects the acquisition of 18,052 additional shares in the August 2016 stock split.

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(10) Reflects the acquisition of 4,512 additional shares in the August 2016 stock split.

Remarks:

The reporting person disclaims beneficial ownership of shares held by entities set forth on this form except to the extent of his

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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