

BROWN FORMAN CORP
Form 4
December 27, 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 *
Barzun Brooke 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)
12/22/2016

____ Director
____ Officer (give title below)
 10% Owner
____ 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)
				(A) or (D) Price			
Class A Common	10/10/2016		G	V 1,801 D \$ 0	472,375 ⁽¹⁾	D	
Class A Common	10/10/2016		G	V 283 A \$ 0	411,337 ⁽²⁾	I	BBB Revocable Trust
Class A Common	10/10/2016		G	V 283 A \$ 0	7,575 ⁽³⁾	I	By Spouse
Class A Common	10/10/2016		G	V 1,801 A \$ 0	12,517 ⁽⁴⁾	I	OB3 GST Non-Exempt Trust
Class A Common	10/10/2016		G	V 283 A \$ 0	9,763 ⁽⁵⁾	I	Trust fbo Child-1

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Class A Common	10/10/2016	G	V	283	A	\$ 0	17,391 ⁽⁶⁾	I	Trust fbo Child-2
Class A Common	10/10/2016	G	V	283	A	\$ 0	17,391 ⁽⁶⁾	I	Trust fbo Child-3
Class A Common	12/22/2016	J ⁽⁷⁾		115,020	D	\$ 46.51	1,366,200 ⁽⁸⁾	I	Guilford-Brown LP
Class A Common	12/22/2016	J ⁽⁹⁾		643,090	D	\$ 46.51	723,110	I	Guilford-Brown LP
Class A Common	12/22/2016	J ⁽⁷⁾		115,020	A	\$ 46.51	175,964 ⁽¹⁰⁾	I	OB3 GST Exempt Trust
Class B Common							54,762 ⁽¹¹⁾	D	
Class B Common							45,794 ⁽¹²⁾	I	BBB 2002 GRAT
Class A Common							253,896 ⁽¹³⁾	I	BBB 2002 GRAT
Class A Common							19,626 ⁽¹⁴⁾	I	BBB 2010 GRAT
Class B Common							8,450 ⁽¹⁵⁾	I	BBB 2011 GRAT
Class A Common							83,496 ⁽¹⁶⁾	I	BBB 2011 GRAT
Class B Common							34,500 ⁽¹⁷⁾	I	BBB Revocable Trust
Class B Common							1,892 ⁽¹⁸⁾	I	By Spouse
Class A Common							4,580 ⁽¹⁹⁾	I	CLB 2012 Trust
Class B Common							91,342 ⁽²⁰⁾	I	CLB 2012 Trust
Class B Common							41,610 ⁽²¹⁾	I	CLB Grandchildren Eq. Tr.
Class A Common							62,984 ⁽²²⁾	I	CLB Grandchildren Eq. Tr.
Class B Common							23,498 ⁽²³⁾	I	CLB Trust fbo Child-1 ⁽²⁴⁾
Class A Common							39,460 ⁽²⁵⁾	I	CLB Trust fbo Child-1 ⁽²⁴⁾
Class B							21,590 ⁽²⁶⁾	I	CLB Trust fbo

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Common						Child-2 ⁽²⁷⁾
Class A Common		31,832 ⁽²⁸⁾	I			CLB Trust fbo Child-2 ⁽²⁷⁾
Class B Common		21,590 ⁽²⁶⁾	I			CLB Trust fbo Child-3 ⁽²⁹⁾
Class A Common		31,832 ⁽²⁸⁾	I			CLB Trust fbo Child-3 ⁽²⁹⁾

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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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... Deriv... Secur... Bene... Own... Follo... Trans... (Instr...)
						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
Barzun Brooke Brown 850 DIXIE HIGHWAY LOUISVILLE, KY 40210		X		

Signatures

Michael E. Carr, Atty in Fact for Brooke Brown
Barzun

12/27/2016

**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) 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 237,088 additional shares.
- (2) Reflects the acquisition of 205,527 additional shares in the August 2016 stock split.
- (3) Reflects the acquisition of 3,646 additional shares in the August 2016 stock split.
- (4) Reflects the acquisition of 5,358 additional shares in the August 2016 stock split.
- (5) Reflects the acquisition of 4,740 additional shares in the August 2016 stock split.
- (6) Reflects the acquisition of 8,554 additional shares in the August 2016 stock split.
- (7) On December 22, 2016, Guilford-Brown LP transferred 115,020 Class A shares to the OB3 GST Exempt Trust as a redemption of the trust's interest in the partnership.
- (8) Reflects the acquisition of 740,610 additional shares in the August 2016 stock split.
- (9) On December 22, 2016, Guilford-Brown LP transferred 643,090 Class A shares to a limited partner as a partial redemption of a limited partner's interest.
- (10) Reflects the acquisition of 30,472 additional shares in the August 2016 stock split.
- (11) Reflects the acquisition of 27,381 additional shares in the August 2016 stock split.
- (12) Reflects the acquisition of 22,897 additional shares in the August 2016 stock split.
- (13) Reflects the acquisition of 126,948 additional shares in the August 2016 stock split.
- (14) Reflects the acquisition of 9,813 additional shares in the August 2016 stock split.
- (15) Reflects the acquisition of 4,225 additional shares in the August 2016 stock split.
- (16) Reflects the acquisition of 41,748 additional shares in the August 2016 stock split.
- (17) Reflects the acquisition of 17,250 additional shares in the August 2016 stock split.
- (18) Reflects the acquisition of 946 additional shares in the August 2016 stock split.
- (19) Reflects the acquisition of 2,290 additional shares in the August 2016 stock split.
- (20) Reflects the acquisition of 45,671 additional shares in the August 2016 stock split.
- (21) Reflects the acquisition of 20,805 additional shares in the August 2016 stock split.
- (22) Reflects the acquisition of 31,492 additional shares in the August 2016 stock split.
- (23) Reflects the acquisition of 11,749 additional shares in the August 2016 stock split.
- (24) Formerly known as CLB Trust fbo Charles Barzun.
- (25) Reflects the acquisition of 19,730 additional shares in the August 2016 stock split.
- (26) Reflects the acquisition of 10,795 additional shares in the August 2016 stock split.
- (27) Formerly known as CLB Trust fbo Eleanor Barzun.
- (28) Reflects the acquisition of 15,916 additional shares in the August 2016 stock split.
- (29) Formerly known as CLB Trust fbo Jacques Barzun.

Remarks:

1st of 2 Forms

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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