

BROWN FORMAN CORP

Form 4

March 05, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
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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 * | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer |
| Joy Catherine Frazier | | | BROWN FORMAN CORP [BFA, BFB] | (Check all applicable) |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | ____ Director ____ Officer (give title below) |
| 850 DIXIE HIGHWAY | | | 12/30/2013 | <input checked="" type="checkbox"/> 10% Owner ____ Other (specify below) |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| LOUISVILLE, KY 40210 | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Class A Common | 12/30/2013 | | G ⁽¹⁾ | V 8,930 D \$ 0 9,104,152 | I | Avish Agincourt, LLC | |
| Class A Common | 12/30/2013 | | G ⁽¹⁾ | V 8,930 A \$ 0 9,104,152 | I | Avish Agincourt, LLC | |
| Class A Common | 01/02/2014 | | G ⁽¹⁾ | V 4,280 D \$ 0 9,104,152 | I | Avish Agincourt, LLC | |
| Class A Common | 01/02/2014 | | G ⁽¹⁾ | V 4,280 A \$ 0 9,104,152 | I | Avish Agincourt, | |

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| | | | | | | | | | | LLC |
|-------------------|------------|--|------------------------|---|-------|---|---------|-----------|---|------------------------------|
| Class A Common | | | | | | | 190,326 | D | | |
| Class A Common | | | | | | | 23,184 | I | | Spouse |
| Class A Common | | | | | | | 5,922 | I | | Caitlin Joy UTMA |
| Class A Common | | | | | | | 22,000 | I | | Caitlin Joy |
| Class A Common | | | | | | | 16,000 | I | | Charles Joy |
| Class A Common | | | | | | | 10,548 | I | | Charles Joy UTMA |
| Class A Common | | | | | | | 5,000 | I | | Christopher Joy |
| Class A Common | | | | | | | 22,824 | I | | Christopher Joy UTMA |
| Class A Common | | | | | | | 10,000 | I | | Alexander Joy |
| Class A Common | | | | | | | 15,633 | I | | Alexander Joy UTMA |
| Class A Common | | | | | | | 56,334 | I | | Annsley Thornton Trust |
| Class B Common | 12/30/2013 | | <u>G⁽¹⁾</u> | V | 4,052 | D | \$ 0 | 4,130,474 | I | Avish Agincourt, LLC |
| Class B Common | 12/30/2013 | | <u>G⁽¹⁾</u> | V | 4,052 | A | \$ 0 | 4,130,474 | I | Avish Agincourt, LLC |
| Class B Common | 01/02/2014 | | <u>G⁽¹⁾</u> | V | 1,942 | D | \$ 0 | 4,130,474 | I | Avish Agincourt, LLC |
| Class B Common | 01/02/2014 | | <u>G⁽¹⁾</u> | V | 1,942 | A | \$ 0 | 4,130,474 | I | Avish Agincourt, LLC |
| Class B Common | | | | | | | 489,549 | D | | |
| Class B Common | | | | | | | 30,726 | I | | Spouse |
| Class B Common | | | | | | | 4,893 | I | | Caitlin Joy UTMA |

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| | | | |
|-------------------|--------------------|---|------------------------------|
| Class B Common | 8,895 | I | Charles Joy UTMA |
| Class B Common | 20,773 | I | Christopher Joy UTMA |
| Class B Common | 13,125 | I | Alexander Joy UTMA |
| Class B Common | 41,046 | I | Annsley Thornton Trust |
| Class B Common | 641 ⁽²⁾ | I | Caitlin Joy IMA |
| Class B Common | 641 ⁽²⁾ | I | Charles Joy IMA |
| Class B Common | 641 ⁽²⁾ | I | Christopher Joy IMA |
| Class B Common | 641 ⁽²⁾ | I | Alexander Joy UTMA |

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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(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) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo 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

Joy Catherine Frazier
850 DIXIE HIGHWAY
LOUISVILLE, KY 40210

X

Signatures

Laura H. Pulliam, Attorney in Fact for Catherine
Frazier Joy

03/05/2014

__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) Represents transfer of LLC units from the insider to a family trust.
 - (2) Total updated to reflect dividend reinvestment and transfer of 300 shares previously reported as held by a trust.

Remarks:

The undersigned disclaims beneficial ownership of shares held by any entities set forth on this form except to the extent of her

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.