

BROWN FORMAN CORP
Form 4
March 21, 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 *
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)
03/17/2017

____ 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 B Common	01/12/2017		G	V 157,000 D \$ 0	24,546 ⁽¹⁾	I	CLB 2012 Trust
Class B Common	03/17/2017		G	V 212,850 D \$ 0	22,270 ⁽²⁾	I	CLB 2012 Trust
Class B Common	03/17/2017		J ⁽³⁾	2,150 D ⁽³⁾	23,640	I	Eleanor Lee Trusts
Class B Common					12,907,116 ⁽⁴⁾	I	Olympus Three LLC
Class B Common					28,457 ⁽⁴⁾	I	BBB 2011 GRAT

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Class B Common	93,799 ⁽⁴⁾	D	
Class A Common	472,375	D	
Class A Common	253,896	I	BBB 2002 GRAT
Class B Common	45,794	I	BBB 2002 GRAT
Class A Common	19,626	I	BBB 2010 GRAT
Class A Common	83,496	I	BBB 2011 GRAT
Class A Common	411,337	I	BBB Revocable Trust
Class B Common	34,500	I	BBB Revocable Trust
Class A Common	7,575	I	By Spouse
Class B Common	1,892	I	By Spouse
Class A Common	4,580	I	CLB 2012 Trust
Class A Common	62,984	I	CLB Grandchildren Eq. Tr.
Class B Common	41,610	I	CLB Grandchildren Eq. Tr.
Class A Common	39,460	I	CLB Trust fbo Child-1
Class B Common	23,498	I	CLB Trust fbo Child-1
Class A Common	31,832	I	CLB Trust fbo Child-2
Class B Common	21,590	I	CLB Trust fbo Child-2
Class A Common	31,832	I	CLB Trust fbo Child-3
Class B Common	21,590	I	CLB Trust fbo Child-3
Class A	36	I	Eleanor Lee

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Class	Quantity	Code	Trusts
Common			
Class A Common	723,110	I	Guilford-Brown LP
Class A Common	300,000	I	Hackberry 2010 LLC
Class B Common	1,092	I	Hebe Exempt Trust
Class A Common	633,674	I	Hebe Three Limited Partnership
Class B Common	430,568	I	Hebe Three Limited Partnership

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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
						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

03/21/2017

__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) Total has been updated to reflect pro rata distribution of Class B shares made by Olympus Three, LLC on January 12, 2017.
- (2) Total has been updated to reflect pro rata distribution of Class B shares made by Olympus Three, LLC on March 17, 2017.
- (3) On March 17, 2017, the Eleanor Lee Trusts contributed 2,150 Class B Shares in exchange for an interest in a limited liability company.
- (4) Total has been updated to reflect pro rata distributions of Class B shares made by Olympus Three, LLC on January 12, 2017 and March 17, 2017.

Remarks:

The reporting person disclaims beneficial ownership of shares held by 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.

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