

BROWN FORMAN CORP
Form 4
July 11, 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 *
Jones Jill Ackerman

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)
07/08/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | Price | |
| Class B Common | 07/08/2016 | | M | | 15,106 | \$ 38.43 | D |
| Class B Common | 07/08/2016 | | F | | 10,347 | \$ 97.09 <u>(1)</u> | D |
| Class B Common | 07/08/2016 | | S | | 4,759 | \$ 98 | D |
| Class A Common | | | | | | 20,936 | D |
| Class B Common | | | | | | 7,428.8534 <u>(2)</u> | I By 401k |

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| | | | |
|-------------------|---------------------------|---|----------------------|
| Class A Common | 223.8518 ⁽³⁾ | I | DRIP |
| Class B Common | 312.9161 ⁽⁴⁾ | I | ESPP |
| Class A Common | 2,676.8171 ⁽⁴⁾ | I | ESPP |
| Class B Common | 45 | I | Trust fbo Child-1 |
| Class B Common | 45 | I | Trust fbo Child-2 |

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 Security (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Appreciation Right | \$ 38.43 | 07/08/2016 | | M | 15,106 | 05/01/2013 | 04/30/2020 | Class B Common | 15,106 |
| Stock Appreciation Right | \$ 46.4 | | | | | 05/01/2014 | 04/30/2021 | Class B Common | 16,700 |
| Stock Appreciation Right | \$ 91.97 | | | | | 05/01/2017 | 04/30/2024 | Class B Common | 10,200 |
| Stock Appreciation Right | \$ 58.7 | | | | | 05/01/2015 | 04/30/2022 | Class B Common | 11,000 |
| Stock Appreciation Right | \$ 102.25 | | | | | 05/01/2018 | 04/30/2025 | Class B Common | 12,500 |

Stock
 Appreciation \$ 72.42
 Right

05/01/2016 04/30/2023 Class B
 Common 9,7

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Jones Jill Ackerman 850 DIXIE HIGHWAY LOUISVILLE, KY 40210 | | | Executive Vice President | |

Signatures

Michael E. Carr, Jr., Attorney in Fact for Jill Ackerman
 Jones

07/11/2016

__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) The closing price of BF-B on July 7, 2016 was used to calculate the withholding obligation.
 - (2) Number of shares acquired through the issuer's 401(k) plan as of July 7, 2016.
 - (3) Number of shares acquired through the issuer's dividend reinvestment plan as of July 8, 2016.
 - (4) Number of shares acquired through the issuer's employee stock purchase program as of July 8, 2016.

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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