

Hamel Matthew E
 Form 4
 August 01, 2011

FORM 4

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

OMB APPROVAL

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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 *
 Hamel Matthew E

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)
 07/28/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP, Gen Counsel and Secretary

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 Ownership (Instr. 4)
Class A Common				(A) or (D) Price	1,047	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right ⁽¹⁾	\$ 53.62 ⁽²⁾					05/01/2010 04/30/2017	Class B Common	9,5
Stock Appreciation Right ⁽¹⁾	\$ 56.58 ⁽³⁾					05/01/2011 04/30/2018	Class B Common	9,1 ⁽³⁾
Stock Appreciation Right ⁽¹⁾	\$ 43.1 ⁽⁴⁾					05/01/2012 04/30/2019	Class B Common	18,8 ⁽⁴⁾
Stock Appreciation Right ⁽¹⁾	\$ 61.24 ⁽⁵⁾					05/01/2013 04/30/2020	Class B Common	15,7 ⁽⁵⁾
Stock Appreciation Right ⁽⁶⁾	\$ 73.95	07/28/2011		A	15,022	05/01/2014 04/30/2021	Class B Common	15,0

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Hamel Matthew E 850 DIXIE HIGHWAY LOUISVILLE, KY 40210	EVP, Gen Counsel and Secretary

Signatures

Diane M. Barhorst, Attorney in Fact for Matthew E.
Hamel

08/01/2011

**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) All outstanding derivative security amounts and exercise prices were adjusted on December 10, 2010, the record date for the Issuer's December 28, 2010 special cash dividend.
- (2)

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These stock appreciation rights were previously reported as covering 9,375 shares at an exercise price of \$54.40, but were adjusted to reflect the December 28, 2010 special cash dividend.

- (3) These stock appreciation rights were previously reported as covering 9,059 shares at an exercise price of \$57.40, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (4) These stock appreciation rights were previously reported as covering 18,553 shares at an exercise price of \$43.72, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (5) These stock appreciation rights were previously reported as covering 15,571 shares at an exercise price of \$62.13, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (6) No money was paid to or received by the reporting person for this SAR.

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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