

Barzun Brooke Brown  
Form 3  
May 09, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                              |  |
| Â Barzun Brooke Brown                     |         | (Month/Day/Year)                     | BROWN FORMAN CORP [BFA, BFB]  |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                                | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |         |                                      |   |  |
| 850 DIXIE HWY                             |         |                                      | (Check all applicable)  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| LOUISVILLE,Â KYÂ 40210                    |         |                                      | <input type="checkbox"/> Officer <input type="checkbox"/> Other                 | <input type="checkbox"/> Form filed by More than One Reporting Person  |
| (City)                                    | (State) | (Zip)                                | (give title below)  | (specify below)  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Class B Common                  | 26,298  | I  | CLB Grandchildren Eq. Tr.                             |
| Class B Common                  | 8,597   | I  | Eleanor Lee Trusts                                    |
| Class B Common                  | 1,071,847.5   | I  | Hebe Limited Partnership                              |
| Class B Common                  | 12,800  | I  | Longview Charitable LP                                |
| Class B Common                  | 1,498   | I  | Driftwood Holdings Three, LLC                         |
| Class B Common                  | 405   | I  | Trust fbo child                                       |
| Class B Common                  | 1,041   | I  | Trust fbo child                                       |
| Class B Common                  | 1,041   | I  | Trust fbo child                                       |
| Class B Common                  | 245   | I  | Trust fbo children                                    |
| Class B Common                  | 3,406   | I  | Trust fbo Brooke Barzun                               |
| Class B Common                  | 4,368,864   | I  | Olympus Three, LLC                                    |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 5) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|-----------------|--|----------------------------|--|--|--|
|   | Date Exercisable  | Expiration Date | Title  | Amount or Number of Shares |  |  |  |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Barzun Brooke Brown<br>850 DIXIE HWY<br>LOUISVILLE, KY 40210 | ^             | ^ X       | ^       | ^     |

## Signatures

Diane Barhorst, Atty in Fact for Brooke Brown  
Barzun

05/09/2012

Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

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### Remarks:

The reporting person disclaims beneficial ownership of indirectly held shares except to the extent of

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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