

MITCHELL WILLIAM

Form 4/A

August 05, 2011

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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 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 *
 MITCHELL WILLIAM

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)

LOUISVILLE, KY 40210

(City) (State) (Zip)

3. Date of Earliest Transaction
 (Month/Day/Year)
 07/28/2011

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

4. If Amendment, Date Original
 Filed(Month/Day/Year)
 08/01/2011

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)
				(A) or (D)			
			Code	V	Amount		Price
Class A Common					1,000	D	
Class B Common					250	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)

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Appreciation Right ⁽¹⁾	\$ 49.69					03/22/2007 04/30/2016	Class B Common 1,600 ⁽²⁾
Stock Appreciation Right ⁽¹⁾	\$ 53.8 ⁽³⁾					07/26/2007 04/30/2017	Class B Common 5,200 ⁽³⁾
Stock Appreciation Right ⁽¹⁾	\$ 56.58 ⁽⁴⁾					07/24/2008 04/30/2018	Class B Common 6,300 ⁽⁴⁾
Stock Appreciation Right ⁽¹⁾	\$ 43.1 ⁽⁵⁾					07/23/2009 04/30/2019	Class B Common 4,200 ⁽⁵⁾
Deferred Stock Units	⁽⁶⁾	07/28/2011		A	405.68	⁽⁷⁾ ⁽⁷⁾	Class B Common 405

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MITCHELL WILLIAM 850 DIXIE HIGHWAY LOUISVILLE, KY 40210	X

Signatures

Diane M. Barhorst, Atty in Fact for William E. Mitchell 08/05/2011

 **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.

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- (2) These stock appreciation rights were previously reported as covering 1,578 shares at an exercise price of \$50.41, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (3) These stock appreciation rights were previously reported as covering 5,140 shares at an exercise price of \$54.58, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (4) These stock appreciation rights were previously reported as covering 6,267 shares at an exercise price of \$57.40, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (5) These stock appreciation rights were previously reported as covering 4,175 shares at an exercise price of \$43.72, but were adjusted to reflect the December 28, 2010 special cash dividend.

- Under the Brown-Forman Corporation Non-Employee Director Deferred Stock Unit Program each DSU represents the right to receive
- (6) one share of the Company's Class B common stock. Grants made on July 28, 2011, were based on the closing price of the Company's Class B common stock on that date (\$73.95). On each dividend payment date, participants are credited with DSU equivalents.
 - (7) Annual grants of DSUs vest over the course of the Board year. DSUs are paid out in class B common stock on the first February 1 that is at least six months following the Director's termination from Board service.

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.