

BROWN FORMAN CORP

Form 4

April 13, 2005

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BROWN FRAZIER OWSLEY

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)
04/11/2005

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

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common (1) | | | | (A) or (D) | Price | | |
| | | | | | 920,214 | D | |
| Class A Common (1) | | | | | 3,012,907 | I | Trust/Remainder |
| Class A Common (1) | | | | | 2,116,314 | I | by Trust |
| Class B Common | 04/11/2005 | | S | 100,000 | D \$ 119,325 | D | |
| | | | | | 55.0406 | | |

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(1)

Class B

Common 04/12/2005

S

119,177 D

\$
54,9684

148

D

(1)

Class B

Common

3,367,698

I

Trust/Remainder

(1)

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)

| 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) |
|---|--|---|---|--------------------------------------|--|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy) | \$ 46.58 | | | | | 07/22/2004 04/30/2014 | Class B Common 2,348 |
| Non-Qualified Stock Option (right to buy) | \$ 25.22 | | | | | 05/01/2003 04/30/2010 | Class B Common 7,038 |
| Non-Qualified Stock Option (right to buy) | \$ 30.63 | | | | | 05/01/2001 04/30/2008 | Class B Common 16,408 |
| Non-Qualified Stock Option (right to buy) | \$ 31.13 | | | | | 05/01/2002 04/30/2009 | Class B Common 12,946 |
| Non-Qualified Stock Option (right to buy) | \$ 32.11 | | | | | 05/01/2002 04/30/2012 | Class B Common 3,142 |
| | \$ 34.17 | | | | | 07/31/2001 04/30/2011 | 2,584 |

| | | | | | |
|---|----------|------------|------------|-------------------|-------|
| Non-Qualified Stock Option (right to buy) | | | | Class B Common | |
| Non-Qualified Stock Option (right to buy) | \$ 39.23 | 05/01/2003 | 04/30/2013 | Class B Common | 3,018 |
| Non-Qualified Stock Option (right to buy) | \$ 50 | 05/01/2006 | 08/31/2007 | Class B Common | 600 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BROWN FRAZIER OWSLEY 850 DIXIE HIGHWAY LOUISVILLE, KY 40210 | X | X | | |

Signatures

Nelea A. Absher, Attn In Fact for: Owsley Brown
Frazier 04/13/2005

__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) Filing of this form should not be construed as an admission that the filing person is, for purposes of Section 16 of the Securities Exchange Act of 1934, the "beneficial owner" of any equity securities held in trust.

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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