

BROWN FORMAN CORP

Form 4

December 06, 2006

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BROWN W L LYONS JR

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)
12/05/2006

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

LOUISVILLE, KY 40210

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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				(A) or (D)	425,962	D	
Class A Common				(A) or (D)	418,912	I	2002 LLC
Class A Common				(A) or (D)	598,076	I	GRAT (Grantor trust)
Class A Common				(A) or (D)	3,788.96	I	Partnership/Nectar
Class A Common				(A) or (D)	438,008.5	I	GANYMO Trust/Partnership

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Class A Common						2,036,694.6	I	Olympus One, LLC ⁽²⁾
Class A Common						326,886	I	by Spouse
Class B Common						18,667	D	
Class B Common	12/05/2006		J ⁽¹⁾	3,411	D	\$ 0 346,589	I	Hebe, LP
Class B Common	12/05/2006		J ⁽¹⁾	2,537	A	\$ 0 2,537	I	Hebe Non-Exempt Trust fbo W.L. Lyons Brown, Jr.
Class B Common	12/05/2006		J ⁽¹⁾	874	A	\$ 0 874	I	Hebe Exempt Trust fbo W.L.Lyons Brown, Jr.
Class B Common						933,350.5	I	GANYMO Trust/Partnership
Class B Common						1,719,944.6	I	Olympus One, LLC ⁽²⁾
Class B Common						26,898	I	by Spouse

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BROWN W L LYONS JR 850 DIXIE HIGHWAY LOUISVILLE, KY 40210	X

Signatures

Nelea A. Absher Attn. in Fact for: W.L. Lyons Brown, Jr.	12/06/2006
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__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) On December 5, 2006, the Hebe LP made a distribution of certain of its assets, including Brown-Forman Class B shares, to its Limited Partners, two of which are the Hebe Non-Exempt Trust fbo W.L.Lyons Brown, Jr. and the Hebe Exempt Trust fbo W.L.Lyons Brown, Jr.
- (2) Class A and Class B shares previously reported as indirectly held by the filing person in Trust/Remainder have been contributed to Olympus One, LLC and continue to be indirectly held by the reporting person.

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.