

BROWN FORMAN CORP

Form 4

July 30, 2007

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 *
Joy Catherine Frazier

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)
07/26/2007

____ 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					126,884	D	
Class A Common					15,456	I	Spouse
Class A Common					3,948	I	Caitlin Joy UTMA
Class A Common					7,032	I	Charles Joy UTMA
Class A Common					15,216	I	Christopher Joy UTMA

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Class A Common						10,422	I	Alexander Thornton UTMA
Class A Common	07/26/2007	J ⁽¹⁾	223	A	<u>2</u>	10,223	I	Avish Agincourt, LLC
Class A Common						37,556	I	Annsley Thornton Trust
Class B Common						235,716	D	
Class B Common						13,296	I	Spouse
Class B Common						1,820	I	Caitlin Joy UTMA
Class B Common						3,338	I	Charles Joy UTMA
Class B Common						8,036	I	Christopher Joy UTMA
Class B Common						4,916	I	Alexander Joy UTMA
Class B Common						146.548	I	By Spouse as Custodian for Caitlin Joy
Class B Common						146.548	I	By Spouse as Custodian for Charles Joy
Class B Common						146.548	I	By Spouse as Custodian for Christopher Joy
Class B Common						146.548	I	By Spouse as Custodian for Alexander Joy
Class B Common						14,380	I	Annsley Thornton Trust

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

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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
Joy Catherine Frazier 850 DIXIE HIGHWAY LOUISVILLE, KY 40210		X		

Signatures

Holli H. Lewis, Attorney in Fact for Catherine Frazier Joy 07/30/2007

__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).

On July 26, 2007, one of the members of the Avish Agincourt, LLC (the "LLC") exchanged certain directly held Class A shares for an economically equivalent number of Class B shares indirectly held by the LLC. The effect upon the reporting person's beneficial ownership of BFA and BFB shares held by the LLC is reported herein.

(2) BFA and BFB closing prices as of July 25, 2007 were used to determine approximate economic equivalency. For BFA, \$74.20; for BFB, \$70.32.

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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