

BROWN FORMAN CORP

Form 4

March 08, 2016

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MORREAU JANE C

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)
03/04/2016

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP, Chief Financial Officer

LOUISVILLE, KY 40210

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

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
Class B Common	03/04/2016		M	V Amount (A) or (D) Price 8,400 A \$ 34.95	8,452.5	D	
Class B Common	03/04/2016		M	9,292 A \$ 33.76	17,744.5	D	
Class B Common	03/04/2016		S	7,208 D \$ 95	10,536.5	D	
Class B Common	03/04/2016		F	10,484 D \$ 96.86 (1)	52.5	D	
Class A Common					10,505.8396 (2)	D	

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Class B
Common

2,872.8648 ⁽³⁾ I

ESPP

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 34.95	03/04/2016		M		8,400		07/27/2006	04/30/2016	Class B Common	8,400
Stock Appreciation Right	\$ 33.76	03/04/2016		M		9,292		05/01/2010	04/30/2017	Class B Common	9,292
Stock Appreciation Right	\$ 102.25							05/01/2018	04/30/2025	Class B Common	13,375
Stock Appreciation Right	\$ 35.51							05/01/2011	04/30/2018	Class B Common	7,135
Stock Appreciation Right	\$ 27.05							05/01/2012	04/30/2019	Class B Common	11,465
Stock Appreciation Right	\$ 38.43							05/01/2013	04/30/2020	Class B Common	12,595
Stock Appreciation Right	\$ 46.4							05/01/2014	04/30/2021	Class B Common	14,365
Stock Appreciation	\$ 58.7							05/01/2015	04/30/2022	Class B Common	11,095

Right

Stock

Appreciation \$ 72.42

Right

05/01/2016 04/30/2023

Class B
Common

9,26

Stock

Appreciation \$ 91.97

Right

05/01/2017 04/30/2024

Class B
Common

13,42

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORREAU JANE C 850 DIXIE HIGHWAY LOUISVILLE, KY 40210			EVP, Chief Financial Officer	

Signatures

Kelly A. Bowen, Attorney in Fact for Jane C.
Morreau

03/08/2016

**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) The closing price of BF-B on March 3, 2016 was used to calculate the withholding obligation.
- (2) Total updated as of March 7, 2016 to reflect dividend reinvestment.
- (3) Number of shares acquired through the issuer's employee stock purchase program as of March 3, 2016.

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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