

Frazier Laura
Form 4
August 05, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Frazier Laura

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)
08/03/2011

____ Director
____ Officer (give title below)
 10% Owner
____ 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)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Class A Common | | | | | 138,209 | D | |
| Class A Common | | | | | 236 | I | Cordt Huneke Trust |
| Class A Common | | | | | 236 | I | Chase Huneke Trust |
| Class A Common | | | | | 236 | I | Brooke Huneke Trust |

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| | | | | | | | | | |
|-------------------|------------|------------------|---|---------|---|-------------|--------------------------|--------------------------|--|
| Class A Common | | | | | | 236 | I | Kelli Huneke Trust | |
| Class A Common | | | | | | 3,948 | I | Brooke Huneke UTMA | |
| Class A Common | | | | | | 3,948 | I | Kelli Huneke UTMA | |
| Class A Common | 12/30/2010 | G ⁽¹⁾ | V | 131,554 | A | \$ 0 | 5,653,921 ⁽²⁾ | I | Avish Agincourt, LLC |
| Class A Common | 01/03/2011 | G ⁽³⁾ | V | 56,380 | A | \$ 0 | 5,653,921 | I | Avish Agincourt, LLC |
| Class A Common | 08/03/2011 | P | | 3,240 | A | \$ 69.24 | 3,240 | I | Annsley Frazier Thorton Trust |
| Class B Common | | | | | | | 148,809 ⁽⁴⁾ | D | |
| Class B Common | | | | | | | 860 ⁽⁴⁾ | I | Cordt Huneke Trust |
| Class B Common | | | | | | | 1,135 ⁽⁴⁾ | I | Chase Huneke Trust |
| Class B Common | | | | | | | 1,135 ⁽⁴⁾ | I | Brooke Huneke Trust |
| Class B Common | | | | | | | 1,135 ⁽⁴⁾ | I | Kelli Huneke Trust |
| Class B Common | 12/30/2010 | G ⁽¹⁾ | V | 117,531 | A | \$ 0 | 5,051,236 ⁽²⁾ | I | Avish Agincourt, LLC |
| Class B Common | 01/03/2011 | G ⁽³⁾ | V | 50,370 | A | \$ 0 | 5,051,236 | I | Avish Agincourt, LLC |
| Class B Common | | | | | | | 4,933,817 ⁽⁵⁾ | I | Avish Agincourt, LLC |
| Class B Common | | | | | | | 3,437 ⁽⁴⁾ | I | Brooke Huneke |

| | | | | |
|-------------------|--|----------------------|---|---------------------------------|
| Class B Common | | 3,377 ⁽⁴⁾ | I | UTMA Kelli Huneke UTMA |
|-------------------|--|----------------------|---|---------------------------------|

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. 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

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

Signatures

Diane Barhorst, Attorney in Fact for Laura Frazier
Date: 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) Represents separate gifts of Avish Agincourt LLC limited liability units to the four children of the reporting person.
- (2)

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The reporting person has elected to begin reporting all shares held by Avish Agincourt LLC, but disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.

- (3) Represents gifts of Avish Agincourt LLC limited liability company units to the reporting person.
- (4) In October 2008, the Issuer completed a stock distribution of one share of Class B common stock for every four shares of either Class A or Class B common stock held. This total has been adjusted to reflect the Class B shares received through the distribution.
- (5) On April 6, 2011, Avish Agincourt LLC redeemed certain limited liability company units held by one of its members, but the reporting person's beneficial ownership did not change. The total has been updated to reflect the effect of the redemption.

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.