

Frazier Sandra  
Form 4  
July 27, 2009

**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 \*  
Frazier Sandra

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)  
07/23/2009

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

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

LOUISVILLE, KY 40210

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                          | Amount                                                                                                             | (D)                                                                     | Price                                                             |
| Class A<br>Common                     |                                         |                                                             |                                         |                                                                            | 13,456                                                                                                             | D                                                                       |                                                                   |
| Class A<br>Common                     |                                         |                                                             |                                         |                                                                            | 2,116,314                                                                                                          | I                                                                       | Amelia<br>Frazier Trust                                           |
| Class A<br>Common                     |                                         |                                                             |                                         |                                                                            | 2,772,671                                                                                                          | I                                                                       | Harry S.<br>Frazier<br>Descendants<br>Trust                       |
| Class B<br>Common                     |                                         |                                                             |                                         |                                                                            | 5,411 <sup>(1)</sup>                                                                                               | D                                                                       |                                                                   |
|                                       |                                         |                                                             |                                         |                                                                            | 529,078 <sup>(2)</sup>                                                                                             | I                                                                       |                                                                   |

# Edgar Filing: Frazier Sandra - Form 4

Class B  
Common

Amelia  
Frazier Trust

Class B  
Common

693,167 <sup>(3)</sup> I

Harry S.  
Frazier Trust

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                   |                                        |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|------------------------------------------------------------------|--------------------|-------------------|----------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                               | (A)                                                            | (D) | Date<br>Exercisable                                              | Expiration<br>Date | Title             | Amount<br>or<br>Number<br>of<br>Shares |
| Stock<br>Appreciation<br>Right <sup>(4)</sup>       | \$ 58.84                                                              |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 05/25/2006                                                       | 04/30/2015         | Class B<br>Common | 470                                    |
| Stock<br>Appreciation<br>Right <sup>(5)</sup>       | \$ 56.5                                                               |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 07/27/2006                                                       | 04/30/2016         | Class B<br>Common | 2,98                                   |
| Stock<br>Appreciation<br>Right <sup>(6)</sup>       | \$ 54.58                                                              |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 07/26/2007                                                       | 04/30/2017         | Class B<br>Common | 3,70                                   |
| Stock<br>Appreciation<br>Right <sup>(7)</sup>       | \$ 57.4                                                               |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 07/24/2008                                                       | 04/30/2018         | Class B<br>Common | 3,39                                   |
| Stock<br>Appreciation<br>Right                      | \$ 43.72                                                              | 07/23/2009                              |                                                             | A                                       |                                                                                                                 | 4,175                                                          |     | 07/23/2009                                                       | 04/30/2019         | Class B<br>Common | 4,17                                   |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

Frazier Sandra  
850 DIXIE HIGHWAY  
LOUISVILLE, KY 40210

X

## Signatures

Diane Barhorst, Atty. in fact for Sandra  
Frazier

07/27/2009

\_\_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) 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 3,773 Class B shares received through the distribution.
- (2) The reporting person received these shares through the Issuer's October 2008 stock distribution.
- (3) The reporting person received these shares through the Issuer's October 2008 stock distribution.
- (4) These stock appreciation rights were previously reported as covering 376 shares at an exercise price of \$73.55 per share, but were adjusted to reflect the October 2008 stock distribution.
- (5) These stock appreciation rights were previously reported as covering 2,384 shares at an exercise price of \$70.63 per share, but were adjusted to reflect the October 2008 stock distribution.
- (6) These stock appreciation rights were previously reported as covering 2,961 shares at an exercise price of \$68.22 per share, but were adjusted to reflect the October 2008 stock distribution.
- (7) These stock appreciation rights were previously reported as covering 2,718 shares at an exercise price of \$71.75 per share, but were adjusted to reflect the October 2008 stock distribution.

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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