

BROWN FORMAN CORP

Form 4

June 16, 2008

FORM 4

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

OMB APPROVAL

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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 *
WELCH JAMES S 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)
06/12/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman Strategy and HR

LOUISVILLE, KY 40210

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

(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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common					12,050	D	
Class B Common	06/12/2008		M		12,011	A	\$ 30.37
Class B Common	06/12/2008		F		7,943	D	\$ 76.31
Class B Common	06/12/2008		S		100	D	\$ 75.85
Class B Common	06/12/2008		S		200	D	\$ 75.86

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Class B Common	06/12/2008	S	300	D	\$ 75.9	9,790	D
Class B Common	06/12/2008	S	500	D	\$ 75.91	9,290	D
Class B Common	06/12/2008	S	100	D	\$ 75.93	9,190	D
Class B Common	06/12/2008	S	300	D	\$ 75.95	8,890	D
Class B Common	06/12/2008	S	400	D	\$ 75.97	8,490	D
Class B Common	06/12/2008	S	300	D	\$ 76.03	8,190	D
Class B Common	06/12/2008	S	300	D	\$ 76.06	7,890	D
Class B Common	06/12/2008	S	300	D	\$ 76.08	7,590	D
Class B Common	06/12/2008	S	100	D	\$ 76.19	7,490	D
Class B Common	06/12/2008	S	60	D	\$ 76.2	7,430	D
Class B Common	06/12/2008	S	68	D	\$ 76.21	7,362	D
Class B Common	06/12/2008	S	640	D	\$ 76.22	6,722	D
Class B Common	06/12/2008	S	400	D	\$ 76.25	6,322	D

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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**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 Security (Instr. 3 and 4)
				Code	V (A) (D)		Title

					Date Exercisable	Expiration Date		Am or Num of S
Non-Qualified Stock Option (right to buy)	\$ 30.37	06/12/2008	M	12,011	05/01/2002	04/30/2009	Class B Common	12
Non-Qualified Stock Option (right to buy)	\$ 33.34				05/01/2004	04/30/2011	Class B Common	7,
Non-Qualified Stock Option (right to buy)	\$ 31.33				05/01/2005	04/30/2012	Class B Common	7,
Non-Qualified Stock Option (right to buy)	\$ 45.44				05/01/2007	04/30/2014	Class B Common	12
Stock Appreciation Rights	\$ 57.74				05/01/2008	04/30/2015	Class B Common	11
Stock Appreciation Right	\$ 70.63				05/01/2009	04/30/2016	Class B Common	6,
Stock Appreciation Right	\$ 68.22				05/01/2010	04/30/2017	Class B Common	11

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WELCH JAMES S JR 850 DIXIE HIGHWAY LOUISVILLE, KY 40210	X		Vice Chairman Strategy and HR	

Signatures

Nelea A. Absher, Attn. in Fact for: James S. Welch, Jr. 06/16/2008

__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).

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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