

Brown George Garvin IV
Form 4
May 02, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Brown George Garvin IV

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)

3. Date of Earliest Transaction (Month/Day/Year)
04/30/2018

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

850 DIXIE HIGHWAY

(Street)

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 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)
			Code	V	Amount or Price		
Class B Common	04/30/2018		M		3,928 A \$ 13.942	740,875 ⁽¹⁾	D
Class B Common	04/30/2018		F		2,323 D \$ 56.04 ⁽²⁾	738,552	D
Class B Common	04/30/2018		M		8,726 A \$ 0	747,278	D
Class B Common	04/30/2018		F		3,980 D \$ 56.04 ⁽³⁾	743,298	D
Class B Common						52,140 ⁽⁴⁾	I 2010 GRAT

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Class B Common	73,794 ⁽⁵⁾	I	2012 GRAT
Class B Common	13,197 ⁽⁶⁾	I	Crummey Trust
Class B Common	195,998 ⁽⁷⁾	I	GGB4 2010#2 LLC
Class B Common	1,178,039 ⁽⁸⁾	I	GGB4 2012 LP
Class B Common	11,935 ⁽⁹⁾	I	Spouse's trust
Class B Common	5,810 ⁽¹⁰⁾	I	GGB IV CLAT
Class B Common	264,777 ⁽¹⁰⁾	I	GGB4 2010 #1 LP
Class B Common	23,812 ⁽¹⁰⁾	I	Sullivan Street Partners

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 13.942 ⁽¹¹⁾	04/30/2018		M	3,928	05/01/2011	04/30/2018	Class B Common	3,928 ⁽¹¹⁾
Restricted Stock Units	⁽¹²⁾	05/01/2018		M	8,726	05/01/2018	⁽¹³⁾	Class B Common	8,726

Stock Appreciation Right	\$ 10.62 <u>(14)</u>	05/01/2012	04/30/2019	Class B Common	12,000 <u>(14)</u>
Restricted Stock Units	<u>(12)</u>	05/01/2019	<u>(15)</u>	Class B Common	968,000 <u>(14)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown George Garvin IV 850 DIXIE HIGHWAY LOUISVILLE, KY 40210		X		

Signatures

Michael E. Carr, Jr., Attorney in Fact for George Garvin
Brown IV

05/02/2018

__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) On February 28, 2018, the issuer completed a stock split resulting in the distribution of one share of Class B common stock for every four shares of either Class A or Class B common stock held. On April 23, 2018, the issuer paid a special cash dividend. Total has been updated to reflect the acquisition of 169,794 additional shares in the February 2018 stock split. Additionally, total has been updated to include 26,361 Class B shares previously held in a 401(k) account but transferred to direct holdings before the stock split.
 - (2) The closing price of BF-B on April 27, 2018 was used to calculate the withholding obligation.
 - (3) The closing price of BF-B on April 30, 2018 was used to calculate the withholding obligation.
 - (4) Total has been updated to reflect the acquisition of 14,504 additional shares in the February 2018 stock split.
 - (5) Total has been updated to reflect the acquisition of 56,541 additional shares in the February 2018 stock split.
 - (6) Total has been updated to reflect the acquisition of 5,807 additional shares in the February 2018 stock split.
 - (7) Total has been updated to reflect the acquisition of 39,398 additional shares in the February 2018 stock split.
 - (8) Total has been updated to reflect the acquisition of 667,702 additional shares in the February 2018 stock split.
 - (9) Total has been updated to reflect the acquisition of 5,989 additional shares in the February 2018 stock split.
 - (10) These shares were received in the February 2018 stock split.
 - (11) These stock appreciation rights were previously reported as covering 3,084 shares at an exercise price of \$17.755, but were adjusted to reflect the February 2018 stock split and April 2018 special dividend.
 - (12) Each restricted stock unit represents a contingent right to receive one share of Brown-Forman Class B common stock.
 - (13) The restricted stock units were granted on July 24, 2014, and vested April 30, 2018.
 - (14) These stock appreciation rights were previously reported as covering 9,428 shares at an exercise price of \$13.525, but were adjusted to reflect the February 2018 stock split and April 2018 special dividend.
 - (15) The restricted stock units were granted on July 23, 2015, and vest April 30, 2019.
 - (16) Updated to reflect the February 2018 stock split.

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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